

THIS DOCUMENT IS IN DRAFT FORM. The information contained in it is in draft form, incomplete and subject to change and must be read in conjunction with the section headed “Warning” on the cover of this document.

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## IMPORTANT

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*If you are in any doubt about any of the contents of this [REDACTED], you should obtain independent professional advice.*

# G & M Holdings Limited 信越控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

[REDACTED]

**Number of [REDACTED] :** [REDACTED] Shares  
**Number of [REDACTED] :** [REDACTED] Shares (subject to re-allocation)  
**Number of [REDACTED] :** [REDACTED] Shares (subject to re-allocation)  
**[REDACTED] :** Not more than HK\$[REDACTED] per [REDACTED] and not less than HK\$[REDACTED] per [REDACTED] (payable in full on application plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% and subject to refund)  
**Nominal value :** HK\$0.01 per Share  
**Stock code :** [REDACTED]

Sponsor

**MESSIS**  **大有融資**

[REDACTED]

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Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this [REDACTED], make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this [REDACTED].

A copy of this [REDACTED], having attached thereto the documents specified in the section headed “Documents delivered to the Registrar of Companies and available for inspection — Documents delivered to the Registrar of Companies in Hong Kong” in Appendix V to this [REDACTED], has been registered by the Registrar of Companies in Hong Kong as required under Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission and the Registrar of Companies in Hong Kong take no responsibility as to the contents of this [REDACTED] or any other documents referred to above.

The [REDACTED] is expected to be determined by agreement between the Company and the [REDACTED] (for itself and on behalf of the Underwriters) on the [REDACTED] or such later date as may be agreed by the Company and the [REDACTED] (for itself and on behalf of the Underwriters) but in any event no later than [REDACTED]. The [REDACTED] will be not more than HK\$[REDACTED] per [REDACTED] and is expected to be not less than HK\$[REDACTED] per [REDACTED], unless otherwise announced. Applicants for [REDACTED] are required to pay, on application, the maximum [REDACTED] of HK\$[REDACTED] for each [REDACTED] together with brokerage of 1%, SFC transaction levy of 0.0027% and Hong Kong Stock Exchange trading fee of 0.005%, subject to refund if the [REDACTED] should be lower than HK\$[REDACTED].

The [REDACTED] (for itself and on behalf of the Underwriters) may, with the Company’s consent, reduce the indicative [REDACTED] range stated in this [REDACTED] at any time prior to the morning of the last day for lodging applications under the [REDACTED]. In such a case, a notice of the reduction of the indicative [REDACTED] range will be published at the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company’s website at [www.gm-eng.com.hk](http://www.gm-eng.com.hk). Details of the arrangement will then be announced by the Company as soon as practicable. Further details are set out in the sections headed “Structure and conditions of the [REDACTED]” and “How to apply for [REDACTED]” in this [REDACTED].

If, for any reason, the [REDACTED] is not agreed between the Company and the [REDACTED] (for itself and on behalf of the Underwriters) on or before [REDACTED], the [REDACTED] (including the [REDACTED]) will not proceed and will lapse.

Prior to making an investment decision, prospective investors should consider carefully all the information set out in this [REDACTED], including risk factors set out in the section headed “Risk factors” in this [REDACTED]. Pursuant to the Underwriting Agreements, the [REDACTED] (for itself and on behalf of the Underwriters) has the right in certain circumstances to terminate the obligations of the Underwriters pursuant to the Underwriting Agreements at any time prior to 8:00 a.m. (Hong Kong time) on the [REDACTED]. Further details of such circumstances are set out in the section headed “Underwriting — Underwriting arrangements and expenses — [REDACTED]” in this [REDACTED].

No action has been taken to permit an [REDACTED] of the [REDACTED] or the distribution of this [REDACTED] in any jurisdiction other than in Hong Kong. Accordingly, this [REDACTED] or the [REDACTED] may not be used for the purpose of, and does not (and is not intended to) constitute, an offer or invitation in any jurisdiction or in any circumstances in which such an offer or invitation is not authorised or to any person to whom it is unlawful to make such an offer or invitation. The distribution of this [REDACTED] or the [REDACTED] and the [REDACTED] of the [REDACTED] in other jurisdictions may be restricted by law and therefore persons who possess this [REDACTED] or any of the [REDACTED] should inform themselves about, and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of applicable securities law.

[REDACTED]