IMPORTANT

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



IWS Group Holdings Limited 國際永勝集團控股有限公司

(incorporated in the Cayman Islands with limited liability)

Stock code on GEM: 8441 [REDACTED]

[REDACTED] FROM GEM TO THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED

Sole Sponsor



Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this [REDACTED] document, 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] document.

This [REDACTED] document is published in connection with the [REDACTED] of [REDACTED] and contains particulars given in compliance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Securities and Futures (Stock Market Listing) Rules (Chapter 571V of the Laws of Hong Kong) for the purpose of giving information with regard to our Company and subsidiaries.

This [REDACTED] document does not constitute an [REDACTED] of, nor is it calculated to invite [REDACTED] for, Shares or other securities of the Company, nor have any such Shares or other securities been allotted or issued with a view to any of them being [REDACTED] for sale to or subscription by the public. No Shares will be allotted or issued in connection with, or pursuant to, this [REDACTED] document.

Neither this [REDACTED] document nor any copy hereof may be released, forwarded or distributed, directly or indirectly, in or into any jurisdiction where such release or distribution might be unlawful.

The Shares have not been and will not be registered under the U.S. Securities Act or the securities laws of any state in the United States, and may not be [REDACTED], sold, pledged or transferred within the United States or to or for the account or benefit of any U.S. persons, absent any registration or except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. Neither the U.S. Securities and Exchange Commission nor any other U.S. federal or state securities commission or regulatory authority has approved or disapproved of the Shares or passed an opinion on the adequacy of this [REDACTED] document. Any representation to the contrary is a criminal offence in the United States.

Your attention is drawn to the section headed "Risk Factors" in this [REDACTED] document.

Information regarding the proposed arrangements for the [REDACTED] and dealings and settlement of dealings in, the Shares following completion of the [REDACTED] is set out in the section headed "Information about this [REDACTED] Document and the [REDACTED]" in this [REDACTED] document.