

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, 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 announcement.

These materials are not for distribution, directly or indirectly, in or into the United States (including its territories and possessions, any State of the United States and the District of Columbia). These materials do not constitute or form a part of any offer or solicitation to purchase or subscribe for, or otherwise invest in, securities in the United States. The securities mentioned herein have not been, and will not be, registered under the United States Securities Act of 1933 (the “Securities Act”). The securities may not be offered or sold in the United States or to, or for the account or benefit of, US persons (as such term is defined in Regulation S under the Securities Act) except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. There will be no public offer of securities in the United States.

PROPOSED VOLUNTARY WITHDRAWAL OF LISTING OF THE SECURITIES



FWD GROUP HOLDINGS LIMITED **富衛集團有限公司**

(incorporated in the Cayman Islands with limited liability)

**U.S.\$314,000,000 Zero Coupon Subordinated Perpetual Capital Securities
(comprising the U.S.\$150,000,000 Zero Coupon Subordinated Perpetual Capital
Securities consolidated and forming a single series with the U.S.\$164,000,000 Zero
Coupon Subordinated Perpetual Capital Securities) (the “Securities”) (ISIN:
XS1716777344) (Common Code: 171677734) (Stock Code: 5019)**

This announcement is made by FWD Group Holdings Limited (the “**Issuer**”) to announce that it intends to seek consent from the sole holder of the Securities to voluntarily withdraw the listing of the Securities from The Stock Exchange of Hong Kong Limited (the “**Exchange**”). The Issuer expects that such consent will be obtained by way of written resolutions of the holder of the Securities (the “**Written Resolutions**”) in accordance with the terms and conditions of the Securities.

The Issuer will publish a further announcement as soon as possible after (i) the Written Resolutions have been passed and (ii) upon confirmation by the Exchange of the relevant listing withdrawal date of the Securities.

Hong Kong
12 April 2024

As at the date of this announcement, the directors of FWD Group Holdings Limited 富衛集團有限公司 are Mr. HUYNH Thanh Phong and Mr. LI Tzar Kai, Richard as executive directors; Mr. John DACEY and Mr. Walter KIELHOLZ as non-executive directors; and Professor MA Si Hang, Frederick, Ms. Yijia TIONG, Ms. CHUNG Kit Hung, Martina, Mr. Dirk SLUIMERS, Mr. John BAIRD, Ms. Kyoko HATTORI and Mr. SUN Po Yuen as independent non-executive directors.