

## IMPORTANT

If you are in any doubt about any of the contents of this document, you should obtain independent professional advice.



# FWD GROUP HOLDINGS LIMITED

## 富衛集團有限公司

(Incorporated in the Cayman Islands with limited liability)

[REDACTED]

Number of [REDACTED] under : [REDACTED] Shares (subject to the  
the [REDACTED] [REDACTED])  
Number of [REDACTED] : [REDACTED] Shares (subject to reallocation)  
Number of [REDACTED] : [REDACTED] Shares (including [REDACTED]  
and [REDACTED]) (subject to reallocation  
and the [REDACTED])  
[REDACTED] : [REDACTED] per [REDACTED] plus brokerage  
of 1.0%, SFC transaction levy of 0.0027%,  
AFRC transaction levy of 0.00015% and  
Stock Exchange trading fee of 0.00565%  
(payable in full on application in Hong  
Kong dollars and subject to refund)  
Nominal Value : US\$0.01 per Share  
Stock Code : [REDACTED]

Joint Sponsors, [REDACTED] and [REDACTED]

Morgan Stanley

Goldman  
Sachs

Financial Adviser



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 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 document.

A copy of this document, having attached thereto the documents specified in "Appendix VI – Documents Delivered to the Registrar of Companies in Hong Kong and Documents on Display", has been registered by the Registrar of Companies in Hong Kong as required by 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 document or any other documents referred to above.

The [REDACTED] is expected to be determined by agreement between the [REDACTED] (on behalf of the [REDACTED]), our Company on the [REDACTED], which is expected to be on or about [REDACTED] and, in any event, not later than [REDACTED] on [REDACTED]. The [REDACTED] will not be more than HK\$[REDACTED] per [REDACTED] and is expected to be not less than HK\$[REDACTED] per [REDACTED], unless otherwise announced.

The [REDACTED] have not been and will not be registered under the U.S. Securities Act or any state securities law of the United States and may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction that is not subject to, the registration requirements of the U.S. Securities Act. The [REDACTED] may be offered, sold or delivered (a) in the United States only to persons who are QIBs in reliance on Rule 144A, or pursuant to another exemption from, or in a transaction not subject to, registration requirements of the U.S. Securities Act and (b) outside the United States in offshore transactions in accordance with Regulation S.

Prior to making an investment decision, prospective investors should consider carefully all of the information set out in this document, including the risk factors set out in "Risk Factors". The obligations of the [REDACTED] under the [REDACTED] are subject to termination by the [REDACTED] (on behalf of the [REDACTED]) if certain grounds arise prior to 8:00 a.m. on the [REDACTED]. Such grounds are set out in "[REDACTED]". It is important that you refer to that section for further details.

[REDACTED]

[REDACTED]

IMPORTANT

[REDACTED]

## IMPORTANT

---

[REDACTED]

## IMPORTANT

---

[REDACTED]

## IMPORTANT

---

[REDACTED]