

Norwegian Cruise Line Holdings Ltd.  
Form FWP  
November 20, 2013

**Free Writing Prospectus**

**Filed Pursuant to Rule 433**

**November 20, 2013**

**Relating to**

**Preliminary Prospectus Dated November 19, 2013**

**Registration Statement No. 333-192417**

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**ANNOUNCEMENT IN RELATION TO  
THE POSSIBLE SECONDARY PUBLIC OFFERING OF  
NORWEGIAN CRUISE LINE HOLDINGS LTD.  
ORDINARY SHARES**

The board of directors (the **Board**) of Genting Hong Kong Limited (the **Company**) was informed that on 19 November 2013 (New York time), Norwegian Cruise Line Holdings Ltd. (**NCLH**) filed a registration statement, which is not yet effective, with the U.S. Securities and Exchange Commission (the **SEC**) for a secondary public offering (the **Offering**) of up to 25,300,000 ordinary shares of NCLH (the **Offer Shares**) by certain selling shareholders identified therein (the **Selling Shareholders**). The Offer Shares have included 3,300,000 ordinary shares of NCLH that the underwriters have an option to purchase from the Selling Shareholders. Star NCLC Holdings Ltd. (**Star NCLC**, a wholly-owned subsidiary of the Company and one of the Selling Shareholders) is proposing to offer up to 12,650,000 Offer

Shares (including 1,650,000 ordinary shares of NCLH that the underwriters have the option to purchase), representing approximately 6.2% of the total issued and outstanding ordinary shares of NCLH. As the registration statement is not declared effective and other principal terms of the Offering have not yet been finalized, the Company will make further announcement with details of the Offering and comply with any other requirements as required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

NCLH is a company incorporated under the laws of Bermuda. Upon completion of the Offering, the percentage of ordinary shares of NCLH held by Star NCLC will decrease from approximately 37.5% to approximately 32.2% (assuming no exercise of the underwriters' option to purchase additional shares) or approximately 31.4% (assuming full exercise of the underwriters' option to purchase additional shares).

The Board wishes to highlight to the shareholders of the Company (the **Shareholders**) that there is no assurance that the Offering will be completed. The timetable and particulars of the Offering are yet to be confirmed and finalized. Shareholders and/or other investors are reminded to exercise caution when dealing in the securities of the Company.

By order of the Board

**TAN SRI LIM KOK THAY**

*Chairman and Chief Executive Officer*

Hong Kong, 20 November 2013

*As at the date of this announcement, the Board comprises two Executive Directors, namely Tan Sri Lim Kok Thay and Mr. Lim Keong Hui, and three Independent Non-executive Directors, namely Mr. Alan Howard Smith, Mr. Heah Sieu Lay, and Mr. Lam Wai Hon, Ambrose.*

*NCLH has filed a registration statement (including a Preliminary Prospectus) with the SEC for the Offering to which this communication relates. Before you invest, you should read the Preliminary Prospectus in that registration statement and other documents NCLH has filed with the SEC for more complete information about NCLH and the Offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, NCLH, any underwriter or any dealer participating in the Offering will arrange to send you the Preliminary Prospectus if you request it by contacting UBS Investment Bank, Attn: Prospectus Department, 299 Park Avenue, New York, NY 10171, tel. (888) 827-7275; or Barclays Capital Inc., c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, NY 11717, tel. (888) 603-5847 or [Barclaysprospectus@broadridge.com](mailto:Barclaysprospectus@broadridge.com).*

*To review a filed copy of the Preliminary Prospectus, you may also click on the following link:*

<http://www.sec.gov/Archives/edgar/data/1513761/000119312513447106/d607726ds1.htm>