Edgar Filing: Maiden Holdings, Ltd. - Form FWP

Maiden Holdings, Ltd. Form FWP March 21, 2012

Filed Pursuant to Rule 433 Registration Nos. 333-172107 and 333-172107-01 Dated March 20, 2012

Maiden Holdings North America, Ltd.

8.000% NOTES DUE 2042

Fully and Unconditionally Guaranteed by Maiden Holdings, Ltd.

Issuer: Maiden Holdings North America, Ltd.

Guarantor: Maiden Holdings, Ltd.

Ratings / Outlook*: BBB- / Stable (S&P)

Security Type: Senior Unsecured Fixed Rate Notes

Minimum Denomination: \$25

Aggregate Principal Amount: \$100,000,000 (\$115,000,000 if the underwriters exercise their over-allotment

option in full)

Trade Date: March 20, 2012

Settlement Date: March 27, 2012 (T + 5)

Maturity Date: March 27, 2042

Coupon: 8.000%

Over-Allotment Option: \$15,000,000 (15% of principal amount)

The notes may be redeemed, for cash, in whole or in part, on or after March 27, 2017, at the Issuer's option, at any time and from time to time, until maturity at a

Optional Redemption: redemption price equal to 100% of the principal amount of the notes to be

redeemed, plus accrued but unpaid interest on the principal amount being redeemed

to, but not including, the redemption date.

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The 27th day of March, June, September and December of each year, beginning on **Interest Payment Dates:**

June 27, 2012. Interest on the notes will accrue from and including March 27, 2012.

The Issuer intends to apply to list the notes on the New York Stock Exhange, and **Expected Listing:**

the Issuer and the Guarantor expect trading will begin within 30 days after the

initial issue date of the notes.

Price to Public: 100.00%

Purchase Price: 96.850%

Net Proceeds to the Issuer (After Deducting the

Underwriting Discount but before Estimated Offering

Expenses):

\$96,850,000 (assuming no exercise of underwriters' over-allotment option)

Underwriting Discounts &

Commissions:

\$0.7875 per \$25 principal amount of notes (\$3,150,000 total not including the

over-allotment option)

CUSIP: ISIN: 56029O309; US56029O3092

Merrill Lynch, Pierce, Fenner & Smith

Sole Book-Running Manager:

Incorporated

FBR Capital Markets & Co.; JMP Securities LLC; Keefe, Bruyette & Woods, Inc.; **Co-Managers:**

and Sterne, Agee & Leach, Inc.

*Ratings may be changed, suspended, or withdrawn at any time and are not a recommendation to buy, hold or sell any security.

Each of the Issuer and Guarantor has filed a registration statement (including a prospectus and a preliminary prospectus supplement) with the Securities and Exchange Commission for the offering to which this communication relates. Before you invest, you should read the prospectus and preliminary prospectus supplement in that registration statement and other documents the Guarantor has filed with the Securities and Exchange Commission for more complete information about the Issuer, the Guarantor and this offering. You may get these documents for free by visiting EDGAR on the Securities and Exchange Commission's website at www.sec.gov. Alternatively, the Issuer, the Guarantor, any underwriter or any dealer participating in the offering will arrange to send you the prospectus and preliminary prospectus supplement if you request by calling Merrill Lynch, Fenner & Smith Incorporated toll-free at 1-800-294-1322.