
IMPORTANT

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



PC PARTNER GROUP LIMITED

栢能集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

OFFERING

Total number of Offer Shares under the Offering	:	105,000,000 Shares comprising 87,000,000 new Shares and 18,000,000 Sale Shares (subject to the Over-allotment Option)
Number of Public Offer Shares	:	10,500,000 Shares (subject to adjustment)
Number of Placing Shares	:	94,500,000 Shares comprising 76,500,000 new Shares and 18,000,000 Sale Shares (subject to the Over-allotment Option and adjustment)
Offer Price	:	HK\$1.60 per Share (payable in full on application and subject to refund, plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%)
Nominal value	:	HK\$0.10 per Share
Stock code	:	1263

Sponsor

WAG WORLDSEC CORPORATE FINANCE LIMITED

Joint Lead Underwriters

**WAG WORLDSEC CORPORATE
FINANCE LIMITED**

**LUEN FAT SECURITIES
COMPANY LIMITED**

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 prospectus, 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 prospectus.

A copy of this prospectus, having attached thereto the documents specified in the paragraph headed "Documents delivered to the Registrar of Companies in Hong Kong and available for inspection" in Appendix VI to this prospectus, has been registered by the Registrar of Companies in Hong Kong as required by section 342C of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission of Hong Kong, The Stock Exchange of Hong Kong Limited and the Registrar of Companies in Hong Kong take no responsibility as to the contents of this prospectus or any other documents referred to above.

Investors applying for Public Offer Shares must pay the Price of HK\$1.60 per Share together with brokerage of 1%, Stock Exchange trading fee of 0.005% and the SFC transaction levy of 0.003%. The Offer Price and the number of Offer Shares offered in the Offering stated in this prospectus will not change (subject to the Over-allotment Option). Further details are set out in the sections headed "Structure and conditions of the Offering" and "How to apply for the Public Offer Shares" in this prospectus.

Prior to making an investment decision, prospective investors should consider carefully all of the information set out in this prospectus, including the risk factors set out in the section headed "Risk factors" in this prospectus. Pursuant to the termination provisions contained in the Public Offer Underwriting Agreement in respect of the Public Offer Shares, the Sponsor (on behalf of the Underwriters) has the right in certain circumstances, in its sole and absolute discretion, to terminate the obligations of the Public Offer Underwriters pursuant to the Public Offer Underwriting Agreement at any time at or prior to 8:00 a.m. (Hong Kong time) on the Listing Date. Further details of the terms of the termination provisions are set out in the section headed "Underwriting — Grounds for termination" in this prospectus. It is important that you refer to the said sections for further details.

* For identification purpose only

29 December 2011