

---

## IMPORTANT

---

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



# PERFECT SHAPE (PRC) HOLDINGS LIMITED

## 必瘦站(中國)控股有限公司

*(incorporated in the Cayman Islands with limited liability)*

### GLOBAL OFFERING

Number of Offer Shares	:	250,000,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	:	25,000,000 Shares (subject to adjustment)
Number of International Placing Shares	:	225,000,000 Shares (subject to adjustment and the Over-allotment Option)
Offer Price	:	HK\$0.88 per Offer Share payable in full on application in Hong Kong dollars, plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%
Nominal Value	:	HK\$0.10 each
Stock Code	:	1830

Sole Sponsor



China Everbright Capital Limited

Sole Global Coordinator



China Everbright Securities (HK) Limited

Joint Bookrunners and Joint Lead Managers



China Everbright Securities (HK) Limited



Oriental Patron Securities 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 in 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 in this prospectus.

A copy of this prospectus, having attached thereto the documents specified in "Documents delivered to the Registrar of Companies 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 and the Registrar of Companies in Hong Kong take no responsibility for the contents in this prospectus or any other documents referred to above.

The obligations of the Hong Kong Underwriters under the Hong Kong Underwriting Agreement to subscribe for, and to procure applicants for the subscription for, the Hong Kong Offer Shares, are subject to termination by the Sole Global Coordinator (for itself and on behalf of the Hong Kong Underwriters) if certain grounds arise prior to 8:00 a.m. on the Listing Date. Such grounds are set out in "Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offer — Grounds for termination" in this prospectus. It is important that you refer to that section for further details.

The Offer Shares have not been and will not be registered under the U.S. Securities Act or any state securities laws in the United States, and may not be offered, sold, pledged or transferred, except pursuant to an exemption from, or in a transaction not in the United States subject to, the registration requirements of the U.S. Securities Act and in accordance with any applicable state securities laws.

31 January 2012

---

## IMPORTANT

---

### MIXED MEDIA OFFER

Our Company will be relying on section 9A of the Companies Ordinance (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong) and will be issuing **WHITE** and **YELLOW** Application Forms without them being accompanied by a printed prospectus. The contents of this prospectus are identical to the electronic form prospectus. From 9:00 a.m. on Tuesday, 31 January 2012 until 12:00 noon on Friday, 3 February 2012, an electronic form of this prospectus can be accessed and downloaded from the websites of our Company at [www.perfectshape.com.hk](http://www.perfectshape.com.hk) under the “Investor Relations > HKIPO Prospectus” section and the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk), under the “HKExnews > Listed Company Information > Latest Listed Company Information” section, respectively.

Members of the public who wish to obtain a copy of this printed prospectus may obtain a copy, free of charge, upon request during normal business hours from 9:00 a.m. on Tuesday, 31 January 2012 until 12:00 noon on Friday, 3 February 2012 at the following locations:

1. any of the following addresses of the Sole Sponsor and the Hong Kong Underwriters:

**China Everbright Capital Limited**

17th Floor, Far East Finance Centre  
16 Harcourt Road  
Hong Kong

**China Everbright Securities (HK) Limited**

36th Floor, Far East Finance Centre  
16 Harcourt Road  
Hong Kong

**Oriental Patron Securities Limited**

27/F, Two Exchange Square  
8 Connaught Place  
Central  
Hong Kong

2. the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong

---

**IMPORTANT**

---

3. any of the following branches of The Bank of East Asia, Limited:

	<b>Branch name</b>	<b>Address</b>
<b>Hong Kong Island</b>	Main Branch	10 Des Voeux Road Central Hong Kong
<b>Kowloon</b>	Mongkok Branch	638–640 Nathan Road Mongkok Kowloon
<b>New Territories</b>	Tai Wai Branch	16–18 Tai Wai Road Cheung Fung Mansion Shatin New Territories

Details of where printed prospectus may be obtained will be displayed prominently at every location where Application Forms may be lodged.

During normal business hours from 9:00 a.m. on Tuesday, 31 January 2012 until 12:00 noon on Friday, 3 February 2012, at least three copies of this printed prospectus will be available for inspection at every location where the **WHITE** or **YELLOW** Application Forms are distributed as set out in the section headed “How to Apply for Hong Kong Offer Shares” of this prospectus.