



## CHINA YONGDA AUTOMOBILES SERVICES HOLDINGS LIMITED

中國永達汽車服務控股有限公司

(Incorporated in the Cayman Islands with limited liability)

### GLOBAL OFFERING

**Number of Offer Shares under the Global Offering** : 312,200,000 Shares (comprising 280,980,000 New Shares and 31,220,000 Sale Shares and subject to the Over-allotment Option)

**Number of Hong Kong Offer Shares** : 31,220,000 New Shares (subject to adjustment)

**Number of International Offer Shares** : 280,980,000 Shares (comprising 249,760,000 New Shares and 31,220,000 Sale Shares and subject to adjustment and the Over-allotment Option)

**Maximum Offer Price** : HK\$10.80 per Offer Share, plus brokerage of 1.0%, SFC transaction levy of 0.003%, and Hong Kong Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)

**Nominal value** : HK\$0.01 per Share

**Stock code** : 03669

#### Joint Global Coordinators



#### Joint Sponsors



#### Joint Bookrunners and Joint Lead Managers



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 section entitled "Appendix V—Documents Delivered to the Registrar of Companies and Available for Inspection," 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 of this prospectus or any other document referred to above.

The Offer Shares have not been and will not be registered under the U.S. Securities Act or any state securities laws of the United States and may not be offered and sold within the United States or to, or for the account or benefit of, U.S. persons, except that the Offer Shares may be offered or sold to qualified institutional buyers in reliance on an exemption from registration under the U.S. Securities Act provided by, and in accordance with the restrictions of, Rule 144A or outside the United States in accordance with Regulation S.

The Offer Price is expected to be fixed by agreement between the Joint Global Coordinators (on behalf of the Underwriters), the Selling Shareholders and us on the Price Determination Date. The Price Determination Date is expected to be on or around Thursday, May 24, 2012 and, in any event, not later than Monday, May 28, 2012. The Offer Price will be no more than HK\$10.80 and is currently expected to be no less than HK\$7.60 unless otherwise announced. If, for any reason, the Offer Price is not agreed by Monday, May 28, 2012 between the Joint Global Coordinators (on behalf of the Underwriters), the Selling Shareholders and us, the Global Offering will not proceed and will lapse.

Prior to making an investment decision, prospective investors should consider carefully all of the information set forth in this prospectus, including the risk factors set forth in the section entitled "Risk Factors."

**The Joint Global Coordinators may, with the consent of our Company and the Selling Shareholders, reduce the number of Offer Shares being offered under the Global Offering and/or the indicative offer price range below that stated in this prospectus at any time on or prior to the morning of the last day for lodging applications under the Hong Kong Public Offering. In such a case, an announcement will be published in South China Morning Post (in English) and Hong Kong Economic Times (in Chinese) and on the websites of the Hong Kong Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and our Company at [www.ydauto.com.cn](http://www.ydauto.com.cn) not later than the morning of the day which is the last day for lodging applications under the Hong Kong Public Offering. Details of the arrangement will then be announced by us as soon as practicable. For more information, see "Structure of the Global Offering" and "How to Apply for Hong Kong Offer Shares."**

The obligations of the Hong Kong Underwriters under the Hong Kong Underwriting Agreement are subject to termination by the Joint Global Coordinators (on behalf of the Hong Kong Underwriters) if certain grounds arise prior to 8:00 a.m. on the Listing Date. See "Underwriting—Underwriting Arrangements and Expenses—The Hong Kong Public Offering—Grounds for Termination."