

Perfect World Co., Ltd.  
Form 6-K  
October 08, 2008  
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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington D.C. 20549

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER**  
**PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE**  
**SECURITIES EXCHANGE ACT OF 1934**

For the month of October 2008

Commission File Number: 001-33587

**PERFECT WORLD CO., LTD.**

8th Floor, Huakong Building, No. 1 Shangdi East Road,

Haidian District, Beijing 100085, People's Republic of China

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(86 10) 5885-8555

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): \_\_\_\_\_

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): \_\_\_\_\_

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If  Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):

82- N/A

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Perfect World Co., Ltd.

By: /s/ Kelvin Wing Kee Lau

Name: Kelvin Wing Kee Lau

Title: Chief Financial Officer

Date: October 8, 2008

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**Exhibit 99.1**

**PERFECT WORLD ANNOUNCES SHAREHOLDER  
RESOLUTION ADOPTED AT EXTRAORDINARY  
GENERAL MEETING**

Beijing China (October 7, 2008) - Perfect World Co., Ltd. (NASDAQ: PWRD) ( Perfect World or the Company ), a leading online game developer and operator in China, announced shareholder resolution adopted at its extraordinary general meeting of shareholders held in Hong Kong today.

Perfect World s shareholders adopted the following resolution proposed by the Company:

The amendment to the Company s articles of association (the Articles ) by deleting and replacing Article 13(b) of the Articles in its entirety with the following be and is approved and confirmed, and where necessary ratified, and each director or officer of the Company be and is authorised to take any and every action that might be necessary to effect the foregoing resolutions as such director or officer, in his or her absolute discretion, thinks fit:

- 13(b) Subject to the provisions of the Statute, the Company may purchase its own shares (including any redeemable shares) provided that the Members shall have approved the manner of purchase by Ordinary Resolution or that the manner of purchase is in accordance with the following Articles (this authorisation being in accordance with Section 37(2) of the Statute or any modification or re-enactment thereof for the time being in force).
- 13(c) Purchase of shares listed on any securities exchange or other system on which shares of the Company may be listed or otherwise authorised for trading from time to time (an Exchange ): The Company is authorised to purchase any share listed on such Exchange in accordance with the following manner of purchase: The maximum number of shares that may be repurchased shall be equal to the number of issued and outstanding shares less one share, at such time, at such price and on such other terms as determined and agreed by the Board of Directors in their sole discretion, provided, however, that (i) such repurchase transactions shall be in accordance with the relevant code, rules and regulations applicable to the listing of the shares on the Exchange; and (ii) at the time of the repurchase the Company is able to pay its debts as they fall due in the ordinary course of its business.
- 13(d) Purchase of shares not listed on an Exchange. The Company is authorised to purchase any share not listed on an Exchange in accordance with the following manner of purchase: The Company shall serve a repurchase notice in a form approved by the Directors on the Member from whom the shares are to be repurchased at least two days prior to the date

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specified in the notice as being the repurchase date; the price for the shares being repurchased shall be such price agreed between the Board of Directors and the applicable Member; the date of repurchase shall be the date specified in the repurchase notice; and the repurchase shall be on such other terms as specified in the repurchase notice as determined and agreed by the Board of Directors and the applicable Member in their sole discretion.

- 13(e) The purchase of any share shall not oblige the Company to purchase any other share other than as may be required pursuant to applicable law and any other contractual obligations of the Company.
- 13(f) The Company may make a payment in respect of the redemption or purchase of its own shares in any manner permitted by the Statute, including out of capital.
- 13(g) The holder of the shares being purchased shall be bound to deliver up to the Company at its registered office or such other place as the Board of Directors shall specify, the certificate(s) (if any) thereof for cancellation and thereupon the Company shall pay to him the purchase or redemption monies or consideration in respect thereof.

**About Perfect World Co., Ltd. (<http://www.pwrld.com>)**

Perfect World Co., Ltd. (NASDAQ: PWRD) is a leading online game developer and operator in China. Perfect World primarily develops three-dimensional ( 3D ) online games based on the proprietary Angelica 3D game engine and game development platform. The Company's strong technology and creative game design capabilities, combined with extensive local knowledge and experience, enable it to frequently and rapidly introduce popular games that are designed to cater to changing customer preferences and market trends in China. The Company's current portfolio of self-developed online games includes 3D massively multiplayer online role playing games ( MMORPGs ): Perfect World, Legend of Martial Arts, Perfect World II, Zhu Xian, Chi Bi and Pocketpet Journey West; and a 3D online casual game: Hot Dance Party. While most revenues are generated in China, the Company's games have been licensed to leading game operators in a number of countries and regions in Asia, Europe and South America. The Company plans to continue to explore new and innovative business models and remains deeply committed to maximizing shareholder value over time.

**For further information, please contact**

Perfect World Co., Ltd.

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