

QUALI-SMART HOLDINGS LIMITED

滙達富控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1348)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON FRIDAY, 23 AUGUST 2013

I/We ^(Note 1) _____
of _____
being the registered holder(s) of ^(Note 2) _____ shares
of US\$0.0001 each in the share capital of Quali-Smart Holdings Limited (the “Company”) hereby appoint the chairman of the
annual general meeting of the Company (the “Meeting”) or ^(Note 3) _____
of _____
as my/our proxy to attend, act and vote for me/us and on my/our behalf as directed below at the Meeting to be held at Unit 101,
First Commercial Building, 33–35 Leighton Road, Causeway Bay, Hong Kong on Friday, 23 August 2013 at 10:00 a.m. (and at
any adjournment thereof (as the case may be)).

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll ^(Note 4).

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To receive and consider the audited consolidated financial statements of the Company and its subsidiaries, the reports of the directors of the Company and the auditors of the Company for the year ended 31 March 2013.		
2.	To re-elect Mr. Lau Ho Ming, Peter as an executive Director.		
3.	To re-elect Mr. Poon Pak Ki, Eric as an executive Director.		
4.	To re-elect Mr. Chan Siu Wing, Raymond as an independent non-executive Director.		
5.	To re-elect Mr. Chu Sheng Yu, Lawrence as a non-executive Director.		
6.	To authorise the Board of Directors to fix the remuneration of the Directors.		
7.	To re-appoint BDO Limited as auditor of the Company and to authorize the Board of Directors to fix its remuneration.		
8.	To grant a general mandate to the Directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of this resolution.		
9.	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of this resolution.		
10.	To extend the general mandate granted to the Directors to issue additional shares of the Company by the aggregate nominal amount of the shares repurchased by the Company.		

Date: _____ 2013

Signature(s) ^(Note 5) _____

Notes:

1. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS** as shown on the register of members of the Company.
2. Please insert the number of shares in the Company to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
3. If any proxy other than the chairman of the Meeting is preferred, please strike out the words “the chairman of the annual general meeting of the Company (the “Meeting”) or” and insert the name and address of the proxy desired in the spaces provided. A member entitled to attend and vote at the Meeting may appoint another person as his proxy to attend and vote on his behalf. A member who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the Meeting. If more than one proxy is so appointed, the appointment shall specify the number of shares in respect of which each such proxy is so appointed. A proxy need not be a member of the Company. If no name is inserted, the duly appointed chairman of the Meeting will act as your proxy. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (✓) THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (✓) THE BOX MARKED “AGAINST”.** If no direction is given, your proxy will vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
5. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorised to sign the same. In the case of an instrument of proxy purporting to be signed on behalf of a corporation by an officer thereof it shall be assumed, unless the contrary appears, that such officer was duly authorised to sign such instrument of proxy on behalf of the corporation without further evidence of the facts.
6. In case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company.
7. In order to be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a certified copy thereof, must be deposited at the Company’s Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited at 26th Floor, Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof (as the case may be).
8. Completion and return of this form of proxy will not preclude you from attending and voting at the Meeting and any adjournment thereof (as the case may be) should you so wish.

* For identification purpose only