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## QUALI-SMART HOLDINGS LIMITED

滙達富控股有限公司 \*

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

(Stock code: 1348)

### POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 16 JANUARY 2019

The Board is pleased to announce that all the resolutions proposed at the EGM held on Wednesday, 16 January 2019, were duly passed by the Shareholders by way of poll.

Reference is made to the circular (the “**Circular**”) of Quali-Smart Holdings Limited dated 31 December 2018 and the notice of the EGM dated 31 December 2018 (“**Notice**”). Unless the context otherwise requires, terms used in this announcement shall have the same meanings as those defined in the Circular.

#### POLL RESULTS OF THE EGM

The Board is pleased to announce that all the resolutions proposed at the EGM held on Wednesday, 16 January 2019 (the “**Resolutions**”) were duly passed by the Shareholders by way of poll. Tricor Investor Services Limited, the Company’s Hong Kong branch share registrar and transfer office, has acted as the scrutineer for vote-taking at the EGM. The results of the voting are as follows:

Ordinary Resolutions ( <i>note</i> )		Number of Votes (Shares) ( <i>approximate % of votes cast</i> )	
		For	Against
1.	To approve the Increase in Authorised Share Capital.	1,071,886,555 (99.99%)	130,000 (0.01%)
2.	To approve, confirm and ratify the Restated Subscription Agreement and the transactions contemplated thereunder and to grant a specific mandate to the Directors to allot and issue the Subscription Shares.	821,232,555 (100.00%)	0 (0.00%)
3.	To approve, confirm and ratify the ZTI Agreements and the transactions contemplated thereunder, and to grant a specific mandate to the Directors to allot and issue the Consideration Shares.	821,232,555 (100.00%)	0 (0.00%)

*Note: The full text of the Resolutions is set out in the Notice.*

As at the date of the EGM, (i) the total number of Shares in issue was 1,474,232,000; (ii) Mr. Lau, the Executive Chairman of the Company, is personally interested in 9,600,000 Shares; (iii) Madam Li, a non-executive Director and the spouse of Mr. Lau, is personally interested in 9,600,000 Shares; and (iv) Smart Investor Holdings Limited, which is owned as to approximately 67.4% and 32.6% by Mr. Lau and Madam Li respectively, is interested in 482,864,000 Shares.

In respect of Ordinary Resolution No. 1 set out in the Notice in respect of the Increase in Authorised Share Capital, since none of the Shareholders was required to abstain from voting on this resolution, the total number of Shares entitling Shareholders to attend and to vote for or against this resolution was 1,474,232,000 Shares.

In respect of Ordinary Resolution No. 2 and Ordinary Resolution No. 3 set out in the Notice, as the Vendors had material interests thereunder, each of the Vendors has abstained from voting in respect of Ordinary Resolution No. 2 and Ordinary Resolution No. 3 at the EGM. Therefore, as at the date of the EGM, the total number of Shares in issue which are required under the Listing Rules to abstain from voting in respect of Ordinary Resolution No. 2 and Ordinary Resolution No. 3 was 502,064,000 where the total number of Shares entitling the Independent Shareholders to vote for or against the Ordinary Resolution No. 2 and Ordinary Resolution No. 3 was 972,168,000 (representing approximately 65.9% of the 1,474,232,000 Shares in issue as at the date of the EGM).

Save as disclosed herein, no other Shareholders were required to abstain from voting on the Resolutions at the EGM under the Listing Rules and there were no Shares entitling the holders thereof to attend and abstain from voting in favour of the Resolutions at the EGM as set out in Rule 13.40 of the Listing Rules. No Shareholder stated their intention in the Circular to vote against the Resolutions at the EGM.

As more than 50% of the votes were cast in favour of each of the Resolutions, each of the Resolutions was duly passed as an ordinary resolution of the Company at the EGM.

By Order of the Board  
**Quali-Smart Holdings Limited**  
**Lau Ho Ming, Peter**  
*Executive Chairman*

Hong Kong, 16 January 2019

*At the date of this announcement, the Board consists of Mr. Lau Ho Ming, Peter (Executive Chairman), Mr. Poon Pak Ki, Eric, Mr. Ng Kam Seng and Mr. Chu, Raymond as the executive Directors; Madam Li Man Yee, Stella as the non-executive Director; and Mr. Leung Po Wing, Bowen Joseph GBS, JP, Mr. Chan Siu Wing, Raymond and Mr. Wong Wah On, Edward as the independent non-executive Directors.*

\* *For identification propose only*