

### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/09/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Quali-Smart Holdings Limited
Date Submitted	04/10/2018

I. Movements in Authorised Share Capital

1. Ordinary Shares							
(1) Stock code : <u>1348</u> Description : <u>QUALI-SMART</u>							
	No. of ordinary shares	Par value (USD)	Authorised share capital (USD)				
Balance at close of preceding month	3,000,000,000	0.000025	75,000				
Increase/(decrease)							
Balance at close of the month	3,000,000,000	0.000025	75,000				
(2) Stock code : <u>N/A</u> Descrip	otion : <u>N/A</u>						
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)				
Balance at close of preceding month							
Increase/(decrease)							
Balance at close of the month							

# 2. Preference Shares

Stock code :	N/A	Descripti	on : <u>N/A</u>		
		I	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close	of preceding	g month			
Increase/(decreas	se)	_			
Balance at close	of the mont	h			

### 3. Other Classes of Shares

Stock code :	N/A	Description :	N/A		
			of other of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close	of preceding	month			
Increase/(decrea	se)				
Balance at close	of the month				

Total authorised share capital at the end of the month (USD) : **75,000** 

## II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other classes	
	(1)	(2)	shares	of shares	
Balance at close of preceding month	1,474,232,000	N/A	N/A	N/A	
Increase/ (decrease) during the month		N/A	N/A	N/A	
Balance at close of the month	1,474,232,000	N/A	N/A	N/A	

III. Details of Movements in Issued Share Capital

Share Options (under	Share Option	Schemes of the	Issuer)			
Particulars of share					No. of new shares of	No. of new shares of
option scheme					issuer issued during	issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date		Movement dur	ing the month		thereto	as at close of the month
(dd/mm/yyyy) and <sup>-</sup> class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share	Granted	Literensed	Calleened	Lapsed		
option scheme						
option seneme						
(03/01/2013)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	134,291,600
(Note 1)						
2. N/A						
( / / )						
shares						
(Note 1)						
(						
3. N/A						
shares						
(Note 1)						
(Note 1)		-	Fotal A. (Ordi	inary shares)	N/A	
		-		ence shares)		
				(Other class)		
Tatal for de select 1 1		£		(Julei Class)	11/1	
Total funds raised dur options (State current		from exercise o	HK\$Nil			
options (state current	-y)		ΠΑΦΙΝΠ			

Description of warrants	Currency of Nominal value at nominal close of	Exercised during the	Nominal value at close of the	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
(Date of expiry - dd/mm/yyyy) 1. N/A	value preceding month	month	month		
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price					
EGM approval date (if applicable)					
(dd/mm/yyyy)	( / / )				
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> )					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / / )				
<u>3. N/A</u>					
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> )					
Subscription price EGM approval date					
(if applicable) (dd/mm/yyyy)	( / / )				
<u>4. N/A</u>					
( / / )					
Stock code (if listed)					
Class of shares					
issuable ( <i>Note 1</i> ) Subscription price					
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )				
	Total	(Prefere	nary shares) <u>N/A</u> ence shares) <u>N/A</u> Other class) <u>N/A</u>		

For Main Board and GEM listed issuers

Convertibles (i.e. Convertib	le into Shares of the	Issuer which are to		For Main Board		u 1350013
Class and description		Amount at close of preceding month		Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Convertible Notes           (due 2020)						
	HKD	80,000,000	Nil	80,000,000	Nil	205,128,205
Stock code (if listed)	N/A					
Class of shares issuable	Ordinary					
Conversion	HKD0.39 per sh	are				
Subscription price	(subject to adjustr	ment)				
EGM approval date						
(if applicable) (dd/mm/yyyy))	( N/A	)				
2. Convertible Notes		<u>,                                     </u>				
(due 2020)						
	HKD	30,000,000	Nil	30,000,000	Nil	76,923,076
Stock code (if listed) Class of shares	N/A					
issuable	Ordinary					
Subscription	HKD0.39 per share					
Conversion price	(subject to adjustm	ent)				
EGM approval date (if applicable)						
(dd/mm/yyyy)	( N/A	)				
3. N/A						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	( / / )					
<u>4.</u> N/A						
Stock code (if listed)			<u>.</u>			
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	( / / )					
				inary shares)		-
				rence shares) (Other class)		-
			(		11//1	-

	No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	thereto	as at close of the month
1.     N/A		
shares (Note 1)		
2. N/A		
3. <u>N/A</u>		
shares (Note 1)		
Total D. (Ordinary charge)	NI/A	
<u>Total D.</u> (Ordinary shares) (Preference shares)	N/A N/A	
(Other class)	N/A N/A	

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

		ssued Share Capital				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Type of Issue		Class of shares issuable( <i>Note 1</i> )	N/A			montin
1.	Rights issue	At price : State		/ /	)		
			EGM approval date: ( (dd/mm/yyyy)	/ /	)	N7/A	NT/ A
						N/A	<u>N/A</u>
			Class of shares issuable( <i>Note 1</i> )	N/A			
2.	Open offer	At price : State	Issue and allotment ( date : (dd/mm/yyyy)	/ /	)		
			EGM approval date: ( (dd/mm/yyyy)	/ /	)		
						N/A	<u>N/A</u>
			Class of shares issuable( <i>Note 1</i> )	N/A			
3.	Placing	At price : HKD	Issue and allotment ( , date : (dd/mm/yyyy)	/ /	)		
			AGM approval date: ( (dd/mm/yyyy)	/ /	)	NT/ 4	NT/A
						N/A	<u>N/A</u>
			Class of shares issuable( <i>Note 1</i> )	N/A			
4.	Bonus issue		Issue and allotment ( date : (dd/mm/yyyy)	/ /	)		
			EGM approval date: ( (dd/mm/yyyy)	/ /	)	<b>NT / A</b>	<b>NT / A</b>
						<u>N/A</u>	N/A

	Type of Issue		For Main Bo	ard and GEM listed is No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
		Class of shares issuable ( <i>Note 1</i> )	N/A	_	
5.	Scrip dividend At price : State currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)	
		EGM approval date: (dd/mm/yyyy)	( / /	) N/A	N/A
		Class of shares repurchased (Note 1)	N/A		
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	( / /	)	
		EGM approval date: (dd/mm/yyyy)	( / /	) N/A	N/A
		Class of shares redeemed (Note 1)	N/A		
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	( / /	)	
		EGM approval date: (dd/mm/yyyy)	( / /	) N/A	N/A
		Class of shares issuable ( <i>Note 1</i> )	N/A		
8.	Consideration issue At price : State	Issue and allotment date : (dd/mm/yyyy)	( / / )	)	
		EGM approval date: (//)	( / /	) N/A	N/A
				/A	N/A

				For Main Boan	d and GEM listed is	ssuers
	Type of Issue				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
9.	Capital reorganisation (Share subdivision)		Class of shares issuable ( <i>Note 1</i> ) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	N/A	N/A	N/A
10.	Other (Please specify)	At price : State	Class of shares issuable ( <i>Note 1</i> ) — Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	N/A ( / / ) ( / / )	N/A	N/A
				Ordinary share reference share (Other clas	s) N/A	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	N/A
	(2)	N/A
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		N/A
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		N/A
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)		

#### Remarks (if any):

Submitted by: <u>Ng Kam Seng</u>

Title:Executive Director(Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. *If there is insufficient space, please append the prescribed continuation sheet.*