This announcement is for information purpose only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities. Potential investors should read the prospectus dated 11 January 2013 (the "Prospectus") issued by Quali-Smart Holdings Limited (the "Company") for detailed information about the Company and the Global Offering described below before deciding whether or not to invest in the shares thereby being offered.

This announcement is not an offer of securities for sale in the United States. Securities may not be offered or sold in the United States except pursuant to registration or an exemption from registration requirements under the United States Securities Act of 1933, as amended. There will not and is not currently intended to be any public offering of securities in the United States.

The Stock Exchange of Hong Kong Limited (the "Stock Exchange"), Hong Kong Exchanges and Clearing Limited and Hong Kong Securities Clearing Company Limited ("HKSCC") take no responsibility for the contents of this announcement, 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 announcement.

Unless defined herein, terms in this announcement shall have the same meanings as those defined in the Prospectus.

## **QUALI-SMART HOLDINGS LIMITED**

(滉達富控股有限公司)\*

(Incorporated in the Cayman Islands with limited liability)

## **GLOBAL OFFERING**

Number of Offer Shares : 60,000,000 Shares

Number of Hong Kong Public Offer Shares : 6,000,000 Shares (subject to adjustment)

Number of International Offer Shares : 54,000,000 Shares (subject to adjustment)

Offer Price: A maximum of HK\$1.50 per Share, plus brokerage of

1%, SFC transaction levy of 0.003% and Hong Kong Stock Exchange trading fee of 0.005% (payable in full on application and subject to refund on final pricing)

Nominal value: US\$0.0001 per Share

Stock code: 1348

**Sole Sponsor** 



**CIMB Securities Limited** 

Sole Global Coordinator, Sole Bookrunner and Sole Lead Manager



Sun Hung Kai International Limited

Application has been made by the Company to the Listing Committee for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus pursuant to the Global Offering, the Capitalisation Issue and Shares of up to 10% of the Shares in issue as at the Listing Date to be issued upon the exercise of any options which have been or

may be granted under the Share Option Scheme. The Global Offering comprises the Hong Kong Public Offering of initially 6,000,000 Shares, representing 10% of the total number of Shares initially being offered in the Global Offering (subject to adjustment) and the International Placing of initially 54,000,000 Shares, representing 90% of the total number of Shares initially being offered in the Global Offering (subject to adjustment). The allocation of the Shares between the Hong Kong Public Offering and the International Placing is subject to adjustment as stated in the paragraph headed "The Hong Kong Public Offering" in the section headed "Structure and conditions of the Global Offering" in the Prospectus.

Applications for the Hong Kong Public Offer Shares will only be considered on the basis of the terms and conditions of the Prospectus and the related Application Forms.

Applicants who would like to be allotted the Hong Kong Public Offer Shares in their own names should (i) complete and sign the WHITE Application Forms or (ii) submit an application online through the designated website of the HK eIPO White Form Service Provider at www.hkeipo.hk. Applicants who would like to have the Hong Kong Public Offer Shares allotted and issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants should (i) give electronic application instructions to HKSCC via CCASS or (ii) complete and sign the YELLOW Application Forms.

Copies of the **WHITE** Application Forms and the Prospectus may be obtained during normal business hours from 9:00 a.m. on Friday, 11 January 2013 until 12:00 noon on Wednesday, 16 January 2013 from:

(1) the following address of the Hong Kong Underwriter:

## Sun Hung Kai International Limited

42/F, The Lee Gardens, 33 Hysan Avenue, Causeway Bay, Hong Kong (2) or any of the following branches of Hang Seng Bank Limited, the receiving bank for the Hong Kong Public Offering:

District	Branch name	Address
Hong Kong Island	Head Office	83 Des Voeux Road Central
	Causeway Bay Branch	28 Yee Wo Street
	North Point Branch	335 King's Road
Kowloon	Yaumati Branch	363 Nathan Road
	Kowloon Main Branch	618 Nathan Road
	Hung Hom Branch	21 Ma Tau Wai Road
New Territories	Shatin Branch	Shop 18 Lucky Plaza, Wang Pok Street, Shatin
	Tsuen Wan Branch	289 Sha Tsui Road, Tsuen Wan

Copies of the **YELLOW** Application Forms and the Prospectus may be obtained during normal business hours from 9:00 a.m. on Friday, 11 January 2013 until 12:00 noon on Wednesday, 16 January 2013 from:

- (1) the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong; or
- (2) your stockbroker, who may have such Application Forms and the Prospectus available.

Applicants may apply for the Hong Kong Public Offer Shares through the **HK eIPO White Form** service by submitting their application to the designated HK eIPO White Form Service Provider through the designated website at **www.hkeipo.hk** from 9:00 a.m. on Friday, 11 January 2013, until 11:30 a.m. on Wednesday, 16 January 2013, or such later time as described in the paragraph headed "Effect of bad weather conditions on the opening of the application lists" in the section headed "How to apply for the Hong Kong Public Offer Shares" of the Prospectus (24 hours daily, except on the last application day).

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Friday, 11 January 2013 until 12:00 noon on Wednesday, 16 January 2013.

Applicants may lodge their application for the Hong Kong Public Offer Shares by the various means as referred to in the section headed "How to apply for the Hong Kong Public Offer Shares" in the Prospectus during the period from Friday, 11 January 2013 to Wednesday, 16 January 2013. The application monies (including the brokerages, SFC transaction levies and Stock Exchange trading fees) will be held by the receiving bank on behalf of the Company and the refund monies, if any, will be returned to the applicants without interest on Tuesday, 22 January 2013.

Please refer to the sections headed "Structure and conditions of the Global Offering" and "How to apply for the Hong Kong Public Offer Shares" of the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to announce the final Offer Price, the indication of level of interest under the International Placing, the level of applications under the Hong Kong Public Offering and the basis of allocation of the Hong Kong Public Offer Shares under the Hong Kong Public Offering on Tuesday, 22 January 2013 on the Company's website at **www.quali-smart.com.hk** and the website of the Stock Exchange at **www.hkexnews.hk**. Results of allocations in the Hong Kong Public Offering (with successful applicants' identification document numbers, including Hong Kong Identity Card numbers, passport numbers or Hong Kong business registration numbers, where appropriate) will be available through a variety of channels from Tuesday, 22 January 2013 as described in the paragraph headed "Results of allocations" in the section headed "How to apply for the Hong Kong Public Offer Shares" in the Prospectus.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Wednesday, 23 January 2013.

The Shares will be traded in board lots of 2,000 Shares each. The stock code of the Company is 1348. The Company will not issue any temporary documents of title. No receipt will be issued for application monies paid.

By order of the Board

Quali-Smart Holdings Limited

Lau Ho Ming, Peter

Executive Director and Chief Executive Officer

Hong Kong, 11 January 2013

As at the date of this announcement, the executive Directors are Mr. Lau Ho Ming, Peter, Mr. Poon Pak Ki, Eric and Mr. Ng Kam Seng; the non-executive Directors are Madam Li Man Yee, Stella and Mr. Tang Yu Ming, Nelson; and the independent non-executive Directors are Mr. Leung Po Wing, Bowen Joseph GBS, JP, Mr. Chan Siu Wing, Raymond and Mr. Chu, Raymond.

\* For identification purpose only