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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 22 JANUARY 2014**

The Board is pleased to announce that the Resolution proposed at the EGM held on Wednesday, 22 January 2014, was duly passed by the Independent Shareholders by way of poll.

Reference is made to the circular (the “**Circular**”) of Quali-Smart Holdings Limited dated 6 January 2014. Unless the context otherwise requires, terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the resolution proposed at the EGM held on Wednesday, 22 January 2014 (the “**Resolution**”) was duly passed by the Independent Shareholders by way of poll. Tricor Investor Services Limited, the Company’s Hong Kong branch share registrar and transfer office, acted as the scrutineer for vote-taking at the EGM. The results of the voting are as follows:

<b>Ordinary Resolution (Note)</b>	<b>Number of Votes (Shares)</b> <i>(Approximate % of votes cast)</i>	
	<b>For</b>	<b>Against</b>
To purchase the entire issued share capital of Gold Prospect Capital Resources Limited by the Company from Mr. Lau Ho Ming, Peter and Madam Li Man Yee, Stella and the settlement of all the debts and liabilities of Gold Prospect Capital Resources Limited for a total aggregate consideration of HK\$69,888,000.	84,592,000 (99.6%)	340,000 (0.4%)

*Note : The full text of the Resolution is set out in the notice of the EGM.*

As at the date of the EGM, the total number of Shares in issue was 240,000,000 Shares. As each of Mr. Lau and Madam Li has a material interest in the Transaction, Smart Investor, which was held by Mr. Lau and Madam Li as to 70% and 30% respectively and was the controlling shareholder of the Company owning 120,716,000 Shares (representing approximately 50.3% in the issued share capital of the Company), was required to abstain and has abstained from voting at the EGM. Accordingly, at the date of the EGM, the total number of Shares in issue which are required under the Listing Rules to abstain from voting was 120,716,000 Shares. The total number of Shares entitling the Independent Shareholders to attend and vote for or against the Resolution was 119,284,000 (representing approximately 49.7% of the 240,000,000 Shares in issue at the date of the EGM).

There were no restrictions on any Independent Shareholder to cast votes on the Resolution at the EGM. None of the Independent Shareholders has stated their intention in the Circular to abstain from voting on or against the Resolution at the EGM. Save as otherwise disclosed, there was no Share entitling its holder to attend and abstain from voting in favour of the Resolution at the EGM as set out in Rule 13.40 of the Listing Rules.

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

By Order of the Board

**Quali-Smart Holdings Limited**  
**Ng Kam Seng**  
*Executive Director*

Hong Kong, 22 January 2014

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

\* *For identification purpose only*