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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)

PROPOSED AMENDMENTS TO THE EXISTING ARTICLES OF ASSOCIATION AND PROPOSED ADOPTION OF THE NEW ARTICLES OF ASSOCIATION

This announcement is made by Quali-Smart Holdings Limited (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company proposes to amend the existing amended and restated articles of association of the Company (the “**Articles of Association**”) for the purposes of, among the others, bringing the Articles of Association in line with the amendments made to the Listing Rules and the applicable laws of the Cayman Islands (the “**Proposed Amendments**”) by way of adoption of the third amended and restated Articles of Association (the “**New Articles of Association**”) incorporating and consolidating all the Proposed Amendments in substitution for, and to the exclusion of the Articles of Association.

The Proposed Amendments are summarised as follows:

1. **Facilitation of electronic communication:** provisions enabling the use of electronic communication for notices and documents (including financial statements), permitting proxy instruments to be executed by electronic means and execution of any notice or document by the Company by electronic means. Shareholders of the Company (the “**Shareholders**”) may now receive notices and documents via email address provided to the Company or publication on the Company’s website or the website of The Stock Exchange of Hong Kong Limited, subject to applicable regulations. Instructions from Shareholders may also be transmitted by electronic means, subject to reasonable authentication measures as determined by the Board.
2. **Facilitation of electronic and hybrid general meetings:** provisions enabling any general meeting or class meeting to be held physically, as a hybrid meeting (partially physical and partially electronic) or wholly by electronic means, attendance, participation and voting by electronic means.
3. **Facilitation of electronic payments:** provisions enabling the Shareholders to receive corporate action proceeds and pay subscription monies for offers to the Shareholders electronically.

4. **Treasury shares:** expressly allowing the Company to hold shares it repurchases or acquires. The Board is empowered to cancel, transfer, or otherwise deal with treasury shares in accordance with the law and the Listing Rules, providing greater flexibility in managing share capital.
5. **Housekeeping amendments:** necessary and consequential updates to align the Articles of Association with applicable laws of the Cayman Islands, the Listing Rules, and international best practices, including improved wording and structure for better clarity and consistency.

The Proposed Amendments and the adoption of the New Articles of Association are subject to the approval of the Shareholders by way of special resolution at the forthcoming annual general meeting of the Company (the “AGM”). The New Articles of Association will take effect on the date on which the relevant resolution is approved at the AGM, with immediate effect from the close of the AGM.

A circular containing, amongst other things, details of the Proposed Amendments and the New Articles of Association, together with the notice of the AGM will be despatched to the Shareholders in due course.

By order of the Board
Quali-Smart Holdings Limited

Poon Pak Ki, Eric
Chairman and Executive Director

Hong Kong, 3 September 2025

As at the date of this announcement, the Board comprises Mr. Poon Pak Ki, Eric (Chairman), Mr. Hau Yiu Por and Ms. Tang Yuen Ching, Irene as executive Directors; and Mr. Leung Po Wing, Bowen Joseph GBS, JP, Mr. Chan Siu Wing, Raymond, Mr. Wong Wah On, Edward, and Ms. Yeung Wai Ling as independent non-executive Directors.