



香港交易所

Monthly Return of Equity Issuer on Movements in SecuritiesFor the month ended (dd/mm/yyyy) : 31/12/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	<u>Quali-Smart Holdings Limited</u>
Date Submitted	<u>04/01/2019</u>

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		<u>3,000,000,000</u>	<u>0.000025</u>	<u>75,000</u>
Increase/(decrease)		<u>-</u>		<u>-</u>
Balance at close of the month		<u>3,000,000,000</u>	<u>0.000025</u>	<u>75,000</u>
(2) Stock code : <u>N/A</u>	Description : <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 :	<u>N/A</u>	Description :	<u>N/A</u>
	No. of preference shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

3. Other Classes of Shares

Stock code :	<u>N/A</u>	Description :	<u>N/A</u>
	No. of other classes of shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month			
Increase/(decrease)			
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 (1)	No of preference shares (2)	No. of other classes of shares
Balance at close of preceding month	<u>1,474,232,000</u>	N/A	N/A
Increase/ (decrease) during the month	-	N/A	N/A
Balance at close of the month	<u>1,474,232,000</u>	N/A	N/A

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during 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
	Granted	Exercised	Cancelled	Lapsed		
1. Share option scheme						
(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)						
Total A. (Ordinary shares)					N/A	
(Preference shares)					N/A	
(Other class)					N/A	
Total funds raised during the month from exercise of options (State currency)	<u>HK\$Nil</u>					

Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value 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. N/A						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)					
2. N/A						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)					
3. N/A						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)					
4. N/A						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)					
Total B. (Ordinary shares) N/A						
(Preference shares) N/A						
(Other class) N/A						

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the 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)						
Stock code (if listed)	HKD	80,000,000	Nil	80,000,000	Nil	205,128,205
Class of shares issuable	N/A					
Conversion	Ordinary					
Subscription price	HKD0.39 per share (subject to adjustment)					
EGM approval date (if applicable) (dd/mm/yyyy))	(N/A)					
2. Convertible Notes (due 2020)						
Stock code (if listed)	HKD	30,000,000	Nil	30,000,000	Nil	76,923,076
Class of shares issuable	N/A					
Conversion	Ordinary					
Subscription price	HKD0.39 per share (subject to adjustment)					
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)	(/ /)					
4. N/A						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
Total C. (Ordinary shares)	Nil					
(Preference shares)	N/A					
(Other class)	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)

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	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. N/A (/ /) shares (Note 1)		
2. N/A (/ /) shares (Note 1)		
3. N/A (/ /) shares (Note 1)		
Total D. (Ordinary shares) (Preference shares) (Other class)	N/A N/A N/A	

Other Movements in Issued Share Capital

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
	Class of shares issuable (<i>Note 1</i>)	<u>N/A</u>	
1. Rights issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /) (/ /) <u>N/A</u> <u>N/A</u>
	Class of shares issuable (<i>Note 1</i>)	<u>N/A</u>	
2. Open offer	At price : State currency	Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /) (/ /) <u>N/A</u> <u>N/A</u>
	Class of shares issuable (<i>Note 1</i>)	<u>N/A</u>	
3. Placing	At price : HKD	Issue and allotment date : (dd/mm/yyyy) AGM approval date: (dd/mm/yyyy)	(/ /) (/ /) <u>N/A</u> <u>N/A</u>
	Class of shares issuable (<i>Note 1</i>)	<u>N/A</u>	
4. Bonus issue		Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /) (/ /) <u>N/A</u> <u>N/A</u>

For Main Board and GEM listed issuers

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
	Class of shares issuable (<i>Note 1</i>)	<u>N/A</u>	
5. Scrip dividend	At price : State currency _____	Issue and allotment date : (dd/mm/yyyy) (/ /)	
		EGM approval date: (dd/mm/yyyy) (/ /)	
			<u>N/A</u> <u>N/A</u>
	Class of shares repurchased (<i>Note 1</i>)	<u>N/A</u>	
6. Repurchase of shares		Cancellation date : (dd/mm/yyyy) (/ /)	
		EGM approval date: (dd/mm/yyyy) (/ /)	
			<u>N/A</u> <u>N/A</u>
	Class of shares redeemed (<i>Note 1</i>)	<u>N/A</u>	
7. Redemption of shares		Redemption date : (dd/mm/yyyy) (/ /)	
		EGM approval date: (dd/mm/yyyy) (/ /)	
			<u>N/A</u> <u>N/A</u>
	Class of shares issuable (<i>Note 1</i>)	<u>N/A</u>	
8. Consideration issue	At price : State currency _____	Issue and allotment date : (dd/mm/yyyy) (/ /)	
		EGM approval date: (//) (/ /)	
			<u>N/A</u> <u>N/A</u>

For Main Board and GEM listed issuers

Type of Issue	Class of shares issuable (Note 1)	No. of new shares of issuer issued during the month	No. of new shares of issuer which pursuant thereto may be issued pursuant thereto as at close of the month
9. Capital reorganisation (Share subdivision)	Class of shares issuable _____ (Note 1) 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 currency _____ Class of shares issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	_____ N/A (/ /) (/ /) N/A	_____ N/A
	Total E. (Ordinary shares) _____ (Preference shares) _____ (Other class) _____	N/A N/A 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
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>	

Remarks (if any):

Submitted by: Ng Kam Seng

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.