

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31 / 05 / 2009	
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To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Good Friend International Holdings Inc.
Date Submitted	02 / 06 / 2009

I. Movements in Authorised Share Capital

(1) Stock code : 2398 Descri	ption : Ordinary	Shares	
(1) Stock code : <u>2556</u> Deseri	ption . <u>Oraniary</u>	Shares	
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	1,000,000,000	\$0.01	\$10,000,000
Increase/(decrease)	Nil	Nil	Nil
Balance at close of the month	1,000,000,000	\$0.01	\$10,000,000
(2) Stock code :Descri	ption :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A		
Increase/(decrease)			
Balance at close of the month			

2. Preference Shares

Stock code :Descr	ription :		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A		
Increase/(decrease)			
Balance at close of the month			

3. Other Classes of Shares

Stock code :Descri	ption :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	N/A		
Increase/(decrease)			
Balance at close of the month			

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	336,000,000	N/A	N/A	N/A	
Increase/ (decrease) during the month	Nil	N/A	N/A	N/A	
Balance at close of the month	336,000,000	N/A	N/A	N/A	

III. Details of Movements in Issued Share Capital

Share Options (under	Share Option	Schemes of the	lssuer)				
Particulars of share option scheme including EGM approval date		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 theret as at close of the mon	
(dd/mm/yyyy) and -			0				
class of shares							
issuable	Granted	Exercised	Cancelled	Lapsed			
1. Share							
Option Scheme						No options have been	
adopted by the	0	0	0	0	0	granted since	
shareholders on	0	0	0	0	0	adoption	
22/12/2005 Ordinary shares							
(Note 1)			·		,		
(note 1)							
2. N/A							
2. IN/A							
shares							
(Note 1)							
3. N/A							
J. IN/A							
(/ /)							
shares							
(Note 1)		т		1 \	NT/A		
		10	otal A. (Ordin		N/A		
				nce shares)	<u>N/A</u>		
				Other class)	N/A		
Total funds raised dur		from exercise o	f				
options (State currenc	y)						

are Options (under Share Option Schem of the Issuer) C1-

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

For Main Board and GEM listed issuers

	Con	vertibles (i.e. Convertible i	nto Shares of the I	ssuer which are to	be Listed)			a 155 ae 15
Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (1 / 1 /) 2. N/A			amount	of preceding	during the	close of the	shares of issuer issued during the month pursuant	shares of issuer which may be issued pursuant thereto as at close of the
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) (_ / _ / _) 2. N/A	1.							
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) (_ / _ / _) 2. N/A								
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) (_ / _ / _) 2. N/A							,	
issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ / /) Stock code (if listed) (dd/mm/yyyy) (/ / /) Stock code (if listed) (dd/mm/yyyy) (/ / /) Stock code (if listed) (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) N/A (Preference shares) N/A								
EGM approval date (if applicable) (dd/mm/yyyy) (/ / _) 2. N/A		issuable (Note 1)						
(if applicable) (idd/mm/yyyy) (/ / /) 2. N/A								
2. N/A		(if applicable)						
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) (I 1 1) 4. N/A Stock code (if listed) Class of shares issuable (Note 1) Stock code (if listed) (Class of shares issuable (Note 1) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (I 1 1) Total C. (Ordinary shares) N/A	2.	N/A						
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) (I 1 1) 4. N/A Stock code (if listed) Class of shares issuable (Note 1) Stock code (if listed) (Class of shares issuable (Note 1) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (I 1 1) Total C. (Ordinary shares) N/A								
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) (I 1 1) 4. N/A Stock code (if listed) Class of shares issuable (Note 1) Stock code (if listed) (Class of shares issuable (Note 1) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (I 1 1) Total C. (Ordinary shares) N/A								
issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (I 1) 3. N/A								
EGM approval date (if applicable) (dd/mm/yyyy) (/ / /) 3. N/A		issuable (Note 1)						
(if applicable) ((/ / /)) 3. N/A								
3. N/A		(if applicable)						
Stock code (if listed)	2		(/ /)					
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (I / I) 4. N/A	<u> </u>	IN/A						
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (I / I) 4. N/A								
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (I / I) 4. N/A		Staals and a (if listed)						
Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (I / /) 4. N/A								
EGM approval date (if applicable) (dd/mm/yyyy) (/ /) 4. N/A								
(if applicable) (dd/mm/yyyy) (/ /) 4. N/A								
4. N/A		(if applicable)						
Stock code (if listed)	4		(/ /)					
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) N/A (Preference shares) N/A	4.	IN/A						
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) N/A (Preference shares) N/A								
Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) N/A (Preference shares) N/A					<u>.</u>			
issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) N/A (Preference shares) N/A								
EGM approval date (if applicable) (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) N/A (Preference shares) N/A		issuable (Note 1)						
(if applicable) (dd/mm/yyyy) (/ /) Total C. (Ordinary shares) N/A (Preference shares) N/A								
Total C. (Ordinary shares)N/A(Preference shares)N/A		(if applicable)						
(Preference shares) N/A		(dd/mm/yyyy)	(/ /)		Total C (Order	nary charea)	N/A	
								-
							N/A	-

For Main Board and GEM listed issuers

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),	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
if applicable, and class of shares issuable:		
1N/A	_	
	_	
	_	
shares (Note 1)		
2. <u>N/A</u>	_	
	_	
	4	
	4	
shares (Note 1)		
3N/A	-	
	-	
	4	
	-	
shares (Note 1)		
Total D (Ordinana chana)		
Total D. (Ordinary shares)		
(Preference shares)		
(Other class)	N/A	

Otl	her Movements in Is	ssued Share Capital				No of row	No. of new
	Type of Issue					No. of new shares of issuer issued during the month pursuant thereto	shares of
			Class of shares issuable				
			(Note 1)				
1.	Rights issue	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	
			Class of shares issuable				
			(Note 1)	, .			
2.	Open offer	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	
			Class of shares issuable (<i>Note 1</i>)				
3.	Placing	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			((((()))))))))))))))))))))))))			N/A	
			Class of shares issuable				
4.	Bonus issue		(Note 1) Issue and allotment	(/ /)		
			date : (dd/mm/yyyy) EGM approval date:	(/ /)		
			(dd/mm/yyyy)			N/A	

	Type of Issue		^			No. of new shares of issuer issued during the month pursuant thereto	ted issuers No. of new shares of issuer which may be issued pursuant thereto as at close of the month
			Class of shares issuable				
			(Note 1)		``		
5.	Scrip dividend A	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	
			Class of shares repurchased (Note 1)				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
						<u>N/A</u>	
			Class of shares redeemed (<i>Note 1</i>)				
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date:	(/ /)		
			(dd/mm/yyyy)			N/A	
			Class of shares issuable				
8.	Consideration issue	At price : State	(<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		÷	EGM approval date: (dd/mm/yyyy)	(/ /)		
						N/A	

				For Main Boar	d and GEM lis	sted 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 issuab (Note 1)	ble		
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
					N/A	
			Class of shares issuab (Note 1)	ble		
10.	Other (Please specify) At price	At price : State	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)	N/A	
			Total E.	(Ordinary chara	\mathbf{N}	
				(Ordinary share (Preference share		
				(Other class	ss) N/A	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	Nil		
	(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)	:
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Submitted b	y: <u>Lo Tai On</u>		_		
Title:	Secretary		_		
(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.