



### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31 / 08 / 2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Good Friend International Holdings Inc.

Date Submitted 02 / 09 / 2013

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : 2398 Description : Ordinary Shares

|                                     | No. of ordinary<br>shares | Par value<br>(HK\$) | Authorised share<br>capital<br>(HK\$) |
|-------------------------------------|---------------------------|---------------------|---------------------------------------|
| Balance at close of preceding month | <u>1,000,000,000</u>      | <u>\$0.01</u>       | <u>\$10,000,000</u>                   |
| Increase/(decrease)                 | <u>Nil</u>                | <u>Nil</u>          | <u>Nil</u>                            |
| Balance at close of the month       | <u>1,000,000,000</u>      | <u>\$0.01</u>       | <u>\$10,000,000</u>                   |

(2) Stock code : \_\_\_\_\_ Description : \_\_\_\_\_

|                                     | No. of ordinary<br>shares   | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
|-------------------------------------|-----------------------------|----------------------------------|-------------------------------------------------|
| Balance at close of preceding month | <u>N/A</u>                  | <u>                    </u>      | <u>                    </u>                     |
| Increase/(decrease)                 | <u>                    </u> | <u>                    </u>      | <u>                    </u>                     |
| Balance at close of the month       | <u>                    </u> | <u>                    </u>      | <u>                    </u>                     |

## 2. Preference Shares

|                                     |                             |                                            |                                                          |
|-------------------------------------|-----------------------------|--------------------------------------------|----------------------------------------------------------|
| Stock code :                        | _____                       | Description :                              | _____                                                    |
|                                     | No. of preference<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | N/A                         | _____                                      | _____                                                    |
| Increase/(decrease)                 | _____                       | _____                                      | _____                                                    |
| Balance at close of the month       | _____                       | _____                                      | _____                                                    |

## 3. Other Classes of Shares

|                                     |                                   |                                            |                                                          |
|-------------------------------------|-----------------------------------|--------------------------------------------|----------------------------------------------------------|
| Stock code :                        | _____                             | Description :                              | _____                                                    |
|                                     | No. of other<br>classes of shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | N/A                               | _____                                      | _____                                                    |
| Increase/(decrease)                 | _____                             | _____                                      | _____                                                    |
| Balance at close of the month       | _____                             | _____                                      | _____                                                    |

Total authorised share capital at the end of the month (*State  
currency*) :

HK\$10,000,000

\_\_\_\_\_



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

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

|                                                      |                                      |                                          |                                  |                                    | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|------------------------------------------------------|--------------------------------------|------------------------------------------|----------------------------------|------------------------------------|----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|
| Class and description                                | Currency of<br>amount<br>outstanding | Amount at close<br>of preceding<br>month | Converted<br>during the<br>month | Amount at<br>close of the<br>month |                                                                                        |                                                                                                                |
| 1. N/A                                               |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
|                                                      |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
|                                                      |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
| Stock code (if listed)                               |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
| Class of shares<br>issuable ( <i>Note 1</i> )        |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
| Subscription price                                   |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) | ( / / )                              |                                          |                                  |                                    |                                                                                        |                                                                                                                |
| 2. N/A                                               |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
|                                                      |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
|                                                      |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
| Stock code (if listed)                               |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
| Class of shares<br>issuable ( <i>Note 1</i> )        |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
| Subscription price                                   |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) | ( / / )                              |                                          |                                  |                                    |                                                                                        |                                                                                                                |
| 3. N/A                                               |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
|                                                      |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
|                                                      |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
| Stock code (if listed)                               |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
| Class of shares<br>issuable ( <i>Note 1</i> )        |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
| Subscription price                                   |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) | ( / / )                              |                                          |                                  |                                    |                                                                                        |                                                                                                                |
| 4. N/A                                               |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
|                                                      |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
|                                                      |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
| Stock code (if listed)                               |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
| Class of shares<br>issuable ( <i>Note 1</i> )        |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
| Subscription price                                   |                                      |                                          |                                  |                                    |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) | ( / / )                              |                                          |                                  |                                    |                                                                                        |                                                                                                                |
| Total C. (Ordinary shares)                           |                                      |                                          |                                  |                                    | N/A                                                                                    |                                                                                                                |
| (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) | N/A                                                                  |                                                                                           |
|                                                                                                         | (Preference shares)        | N/A                                                                  |                                                                                           |
|                                                                                                         | (Other class)              | 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 |
|-----------------|---------------------------------|--------------------------------------------|------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| 1. Rights issue | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | N/A                                                                  |                                                                                           |
| 2. Open offer   | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | N/A                                                                  |                                                                                           |
| 3. Placing      | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | N/A                                                                  |                                                                                           |
| 4. Bonus issue  |                                 | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | N/A                                                                  |                                                                                           |

## 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 |
|-------------------------|---------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| 5. Scrip dividend       | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____<br><u>N/A</u>                                                                       |
| 6. Repurchase of shares |                                 | Class of shares repurchased _____<br><i>(Note 1)</i><br>Cancellation date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )     | _____<br><u>N/A</u>                                                                       |
| 7. Redemption of shares |                                 | Class of shares redeemed _____<br><i>(Note 1)</i><br>Redemption date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )          | _____<br><u>N/A</u>                                                                       |
| 8. Consideration issue  | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____<br><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 |
|----------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| 9. Capital reorganisation  | <p>Class of shares issuable _____<br/>(Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p>                                        | N/A                                                                  |                                                                                           |
| 10. Other (Please specify) | <p>At price : State currency _____</p> <p>Class of shares issuable _____<br/>(Note 1)</p> <p>Issue and allotment date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: (dd/mm/yyyy) ( / / )</p> | N/A                                                                  |                                                                                           |
| Total E.                   |                                                                                                                                                                                                 | (Ordinary shares) N/A                                                |                                                                                           |
|                            |                                                                                                                                                                                                 | (Preference shares) N/A                                              |                                                                                           |
|                            |                                                                                                                                                                                                 | (Other class) 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):

---

---

---

---

---

---

---

---

---

---

Submitted by: Lo Tai On

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.*