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GOOD FELLOW GROUP LIMITED

金威集團控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 910)

MONTHLY ANNOUNCEMENT IN RESPECT OF THE CONVERTIBLE NOTE

The Company made this announcement as per the undertakings given to the Stock Exchange to inform Shareholders and investors of future dilution in shareholdings as a result of the conversion of the Convertible Notes into new Shares.

Reference is made to the Company's announcement dated 1 June 2006 (the "Announcement") and circular to shareholders dated 18 April 2006 (the "Circular"). The Company made this announcement as per the undertakings given to the Stock Exchange to inform Shareholders and investors of future dilution in shareholdings as a result of the conversion of the Convertible Notes into new Shares. Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

The Directors report that Conversions have been made by the Convertible Note holders during June 2006 and resulted in new Shares being issued, details of which are set out as follows:

| Date of conversion notice | No. of conversion notice received | No. of new Conversion Shares issued | Price (HK\$) | Principal amount of Convertible Notes converted (HK\$) | Date of issue of the new Shares |
|----------------------------------|--|--|---------------------|---|--|
| 1 June 2006 | 1 | <u>155,000,000</u> | 0.12 | <u>18,600,000</u> | 5 June 2006 |

In addition to the foregoing, during the month of June 2006, an aggregate of 107,200,000 new Shares has been issued and allotted as a result of the exercise of options to subscribe for new Shares in the Company. Apart from the foregoing, there had not been any other Shares issued or cancelled by the Company under any other transactions during the month of June 2006. After accounting for the effect of the above conversions, the aggregate outstanding principal amount of the Convertible Bonds is HK\$191,800,000.

Changes in the issued share capital of the Company for the month of June 2006 are as follows:

| | Issued share capital (HK\$) | Number of issued Shares at par value of HK\$ 0.10 each |
|--|--|---|
| As at 1 June 2006 | 361,760,760 | 3,617,607,600 |
| Total number of new Shares issued during the month pursuant to conversion of the Convertible Bonds | 15,500,000 | 155,000,000 |
| Total number of new Shares issued during the month pursuant to exercise of the share options | <u>10,720,000</u> | <u>107,200,000</u> |
| As at the date of this announcement | <u><u>387,980,760</u></u> | <u><u>3,879,807,600</u></u> |

GENERAL

As at the date of this announcement, the Board of Directors of the Company comprises of Mr. Ng Leung Ho, Ms. Lee Ming Hin, Mr. Wang Weining, Mr. Hu Xiaoming and Mr. Ge Wen Hong being the Executive Directors, Mr. Ng Leung Tung being the Non-Executive Director and Mr. Lo Chung Kin, Mr. Zhou Zi Ping and Mr. Zhu Jian Hong being the Independent Non-Executive Directors.

By Order of the Board
Good Fellow Group Limited
Ng Leung Ho
Chairman

Hong Kong, 3 July 2006

* *For identification purposes only*