

The Stock Exchange of Hong Kong Limited (the "Stock Exchange") takes no responsibility for the content of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement



GOOD FELLOW GROUP LIMITED

金威集團控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 910)

CLARIFICATIONS IN RELATION TO CERTAIN 2006 ANNUAL GENERAL MEETING PROXY FORM RESOLUTIONS

This announcement is intended to clarify certain Proxy Form resolutions regarding: (1) the re-election of Mr. Lo Cheung Kin as independent non-executive director; and (ii) the re-appointment of the Company's auditors

Reference is made to the Company's circular (the "Circular") to Shareholders dated 31 October 2006 and the accompanied proxy form (the "Proxy Form") for Shareholders' vote at the Annual General Meeting. Unless otherwise defined, capitalized terms used in this announcement have the same meaning as defined in the Circular.

Proposed re-election of Mr. Lo Cheung Kin as independent non-executive director

The Directors are aware that an error was made in resolution number 2 (a) of the Proxy Form wherein it was proposed to re-elect Mr. Lo Cheung Kin as executive director of the Company. The Directors clarify that Mr. Lo Cheung Kin is currently the independent non-executive director of the Company and a resolution will be proposed at the Annual General Meeting for the re-election of Mr. Lo Cheung Kin as independent non-executive director of the Company. Biographical details of Mr. Lo Cheung Kin are set out in the Circular.

The identification of Mr. Lo Cheung Kin as independent non-executive director of the Company was correctly made in the Circular. In this regard, the Proxy Form which accompanied the Circular shall continue to be valid for the purpose of voting by the Shareholders. Shareholders who wish to vote for the re-election of Mr. Lo Cheung Kin as the independent non-executive director of the Company are requested to tick the box marked "For" next to resolution number 2 (a) of the Proxy Form. Shareholders who wish to vote against the re-election of Mr. Lo Cheung Kin as the independent non-executive director of the Company are requested to tick the box marked "Against" next to resolution number 2 (a) of the Proxy Form.

Waiver of proposed re-appointment of the Company's auditors

The Company's financial statements for the financial year ended 30 June 2006 was audited by Johnny Chan & Co. Limited ("JCC"). Resolution number 3 of the Proxy Form set out the proposed re-appointment of JCC as the Company's auditors. Subsequent to the dispatch of the Circular and the accompanied Proxy Form, the Company received a letter of resignation from JCC on ground of JCC's cessation of business. Accordingly, the resolution number 3 will be waived at the Annual General Meeting. Shareholders are therefore advised to leave blank their vote either for or against resolution number 3 of the Proxy Form. Any vote regarding resolution number 3 already made on the Proxy Form will not be counted in the Annual General Meeting. Further details concerning the resignation of JCC as auditors of the Company are set out in the Company's announcement of 31 October 2006. The Board will propose to the Shareholders in due course the appointment of new auditors to fill the casual vacancy arising.

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

Hong Kong, 9 November 2006

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 Xiaming and Mr. Ge Wen Hong being the executive directors of the company, Mr. Ng Leung Tung being the non-executive director of the Company, and Mr. Lo Chung Kin, Mr. Zhou Zi Ping and Mr. Zhu Jian Hong being the independent non-executive directors of the company.

** For identification purpose only*

Please also refer to the published version of this announcement in The Standard.