



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30 April 2009

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Fortune Group Limited

Date Submitted 4 May 2009

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>0290</u> Description : <u>Ordinary Shares</u>			
	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	<u>5,000,000,000</u>	<u>0.1</u>	<u>500,000,000</u>
Increase/(decrease)	<u>--</u>		<u>--</u>
Balance at close of the month	<u>5,000,000,000</u>	<u>0.1</u>	<u>500,000,000</u>
(2) Stock code : <u>N/A</u> Description : _____			
	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 :	_____
	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 :	_____
	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 (*HK\$*) : **500,000,000.00**

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	756,070,000	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>
Increase / (decrease) during the month	--	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>
Balance at close of the month	756,070,000	<i>N/A</i>	<i>N/A</i>	<i>N/A</i>

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.						
Option Scheme adopted at the EGM held on 18/03/2005						
Issuable Ordinary shares	0	0	0	0	0	11,400,000
(Note 1)						
2.						
(Note 1)						
3.						
(/ /)						
shares						
(Note 1)						
Total A. (Ordinary shares)					0	
(Preference shares)					0	
(Other class)					0	
Total funds raised during the month from exercise of options (State currency)	0					

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. Remuneration						
Warrants	HK\$	N/A	Nil	0.1	0	12,000,000
(Date of expiry						
16 / 02 / 2012)						
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary					
Subscription price	HK0.1					
EGM approval date (if applicable) (dd/mm/yyyy)	(18 / 07 / 2008)					
2.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
4.						
(/ /)						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
Total B. (Ordinary shares)					0	
(Preference shares)					0	
(Other class)					0	

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. Zero Coupon Convertible Notes	HKD	N/A	Nil	50,000,000	Nil	500,000,000
Stock code (if listed)	N/A					
Class of shares issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HK\$0.1					
EGM approval date (if applicable) (dd/mm/yyyy)	(18 / 07 / 2008)					
2.						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)						
3.						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)						
4.						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)						
				Total C. (Ordinary shares)	0	
				(Preference shares)	0	
				(Other class)	0	

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
As mentioned in the announcement of the Company dated 16 March 2009, a wholly owned subsidiary of the Company entered into the following agreements on 6 March 2009:- a) a conditional sale and purchase agreement with Pioneer (China) Limited for the sale and purchase of the remaining 49% interest in Excalibur Securities Limited for a consideration of HK\$19.2 million. The Consideration shall be satisfied by way of issuing the zero coupon convertible bonds due three years from the date of issue for a principal amount of HK\$19.2 million upon completion; b) another conditional sale and purchase agreement with Pioneer (China) Limited for the sale and purchase of the remaining 49% interest in Excalibur Futures Limited for a consideration of HK\$9.8 million. The Consideration shall be satisfied by way of issuing the zero coupon convertible bonds due three years from the date of issue for a principal amount of HK\$9.8 million upon completion; and c) a conditional sale and purchase agreement with Ample Wealth Group Limited for the sale and purchase of the entire issued share capital of Wealthy Aim Group Limited which will own 70% interest in AMS Capital Limited ("AMS Capital") upon the reorganization of shareholding of AMS Capital. The consideration of HK\$58.5 million shall be satisfied by an initial non-refundable deposit of HK\$100,000.00 and the remaining balance by way of issuing the zero coupon convertible bonds due three years from the date of issue for a principal amount of HK\$58.4 million subject to certain limitation on issuance and conversion.			
	(/ /)		
	shares (Note 1)		
	Total D. (Ordinary shares)	Nil	546,250,000
	(Preference shares)	Nil	
	(Other class)	Nil	

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

For Main Board and GEM listed issuers

		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
Type of Issue			
9. Capital reorganisation	Class of shares issuable (Note 1)	<u>N/A</u>	
	Issue and allotment date : (dd/mm/yyyy)	(/ /)	
	EGM approval date: (dd/mm/yyyy)	(/ /)	
10. Other (Please specify)	Class of shares issuable (Note 1)	<u>N/A</u>	
	Issue and allotment date : (dd/mm/yyyy)	(/ /)	
	EGM approval date: (dd/mm/yyyy)	(/ /)	
Total E. (Ordinary shares)		<u>N/A</u>	
(Preference shares)		<u>N/A</u>	
(Other class)		<u>N/A</u>	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	<u>N/A</u>
	(2)	<u>N/A</u>
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		<u>N/A</u>
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		<u>N/A</u>
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)		

Remarks (if any):

Submitted by: Chow Man Ngan

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.