

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **1999-09-10** | Period of Report: **1999-08-01**
SEC Accession No. **0000933259-99-000080**

([HTML Version](#) on [secdatabase.com](#))

SUBJECT COMPANY

GRAND TOYS INTERNATIONAL INC

CIK: **814463** | IRS No.: **870454155** | State of Incorporation: **NV** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **001-12948** | Film No.: **99709129**
SIC: **5090** Misc durable goods

Mailing Address
1710 TRANS CANADA
HIGHWAY
H9P 1H7
DORVAL A8

Business Address
1710 RTE
TRANSCANADIENNE
DORVAL QUEBEC CANADA
A8
9146663200

REPORTING OWNER

MARS DAVID

CIK: **1045921**
Type: **4**

Mailing Address
1610 RTE
TRANSCANADIENNE
DORVAL A8 00000

Business Address
GRAND TOYS
INTERNATIONAL INC
1710 RT TRANSCANADIENNE
DORVAL A8 00000
5146852180

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

OMB Number 3235-0287
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U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935
or Section 30(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person	2. Issuer Name and Ticker or Trading Symbol	6. Relationship of Reporting Person to Issuer (Check all applicable)
Mars, David (Last) (First) (Middle)	Grand Toys International, Inc. ("GRIN")	<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner
Grand Toys International, Inc. 1710 Rte. Transcanadienne (Street)	3. IRS or Social Security Number of Reporting Person (Voluntary)	<input checked="" type="checkbox"/> Officer (give title below)
Dorval, Quebec, CANADA H9P 1H7 (City) (State) (Zip)	4. Statement for Month/Year August 1999	<input type="checkbox"/> Other (specify below) Vice Chairman
	5. If Amendment, Date of Original (Month/Year)	7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially owned at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
		Code	V	Amount	(A) or (D)	Price		
Common Stock	8/4/99	M		100,000	(A)	\$4.375	D	
Common Stock	8/4/99	S		100,000	(D)	\$7.41(2)	D	
Common Stock	8/17/99	M		100,000	(A)	\$4.375	D	
Common Stock	8/17/99	S		100,000	(D)	\$7.22(2)	D	
Common Stock	8/23/99	M		200,000	(A)	\$4.375	D	
Common Stock	8/23/99	S		200,000	(D)	\$10.08(2)	D	
Common Stock	8/24/99	M		206,397	(A)	\$7.65	D	
Common Stock	8/24/99	S		206,397	(D)	\$14.73(2)	0	D
Common Stock	8/24/99	S		100,000	(D)	\$27.65(2)		I(1) AMGO Investments, Inc.
Common Stock	8/30/99	S		17,500	(D)	\$16.98(2)		I(1) AMGO Investments, Inc.

</TABLE>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1474 (7-96)

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

<TABLE>
<CAPTION>

FORM 4 (continued)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security (Instr. 4)	11. Nature of Indirect Ownership (Instr. 4)	
			Code	V	(A)	(D)	Date	Expir- ation Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$4.375	8/4/99	M			100,000	8/15/97	8/15/07	Common Stock	100,000	D
Stock Option (right to buy)	\$4.375	8/17/99	M			100,000	8/15/97	8/15/07	Common Stock	100,000	D
Stock Option (right to buy)	\$4.375	8/23/99	M			200,000	8/15/97	8/15/07	Common Stock	100,000	D
Stock Option (right to buy)	\$7.65	8/24/99	M			206,397	5/28/96	5/28/06	Common Stock	200,000	0 D

</TABLE>
Explanation of Responses:

- Prior to transactions set forth in this report Mr. Altro beneficially owned approximately 45% of AMGO Investment, Inc., of which he is a director.
- The price figure reflects a weighted average price for all of the shares of common stock sold on the particular date.

By: /s/ David Mars 9/10/99
 **(Signature of Reporting Person) Date

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection contained in this form are not required to respond unless the form displays valid OMB Number.