

GRAND TOYS INTERNATIONAL LTD  
Form 6-K  
June 18, 2008

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**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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**FORM 6-K**

REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 or 15d-16 OF THE  
SECURITIES EXCHANGE ACT OF 1934

**For the month of June, 2008**

**Commission File Number 0-25629**

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**GRAND TOYS INTERNATIONAL LIMITED**  
(Exact name of registrant as specified in its charter)

**Suite 1501, 15<sup>th</sup> Floor,**  
**Chinachem Golden Plaza,**  
**77 Mody Road,**  
**Tsimshatsui East**  
**Kowloon, Hong Kong**  
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):  
82-\_\_\_\_\_



On June 18, 2008, Grand Toys International Limited issued a press release announcing it received letters from Nasdaq regarding non-compliance with the minimum market value of publicly held shares and minimum bid price requirements under Nasdaq's Marketplace Rules.

Copy of the press release dated June 18, 2008 is being furnished as Exhibit 99.1 to this report and incorporated herein by reference.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: June 18, 2008

Grand Toys International Limited

By: /s/ David C.W. Howell

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**David C.W. Howell**  
**Chief Executive Officer**

**EXHIBITS**

**Exhibit**    **Description of Exhibit**

99.1        Press Release dated June 18, 2008

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