

Edgar Filing: FONEFRIEND INC - Form 4

FONEFRIEND INC
Form 4
January 28, 2003

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden
hours per response.....0.5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 4

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(h) of the Investment Company Act of 1940

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

(Print of Type Responses)

1. Name and Address of Reporting Person*

Johnston Dennis Harry

(Last) (First) (Middle)

2895 Wodwardia

(Street)

Los Angeles California 90077

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

FoneFriend, Inc. FFRD

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

4. Statement for Month/Day/Year

Nov. 20, 2002

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer

Edgar Filing: FONEFRIEND INC - Form 4

(Check all applicable)

- Director 10% Owner
 Officer (give title below) Other (specify below)

Secretary

7. Individual or Joint/Group Filing (Check Applicable line)

- Form Filed by One Reporting Person
 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. Trans- action Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/20/02		P		423,000	A	\$0.001

Edgar Filing: FONEFRIEND INC - Form 4

FORM 4 (continued)

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

Table with 10 columns: 1. Title of Derivative Security (Instr. 3), 2. Conversion or Exercise Price of Derivative Security (Instr. 3), 3. Transaction Date (mm/dd/yy), 3A. Deemed Execution Date if any (mm/dd/yy), 4. Transaction Code (Instr. 8) or Code V, 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D), 6. Date Exercisable and Expiration Date (Month/Day/Year) (Instr. 3, 4 and 5), 7. Title and Amount of Underlying Securities (Instr. 3 and 4) Amount or Number of Shares. Row 1: N/A.

Explanation of Responses:

/s/ Dennis Harry Johnston

January 22, 2003

**Signature of Reporting Person

Date

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

Edgar Filing: FONEFRIEND INC - Form 4

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

** 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 is insufficient, see Instruction 6 for procedure.

Page 2