

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31 October 2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Ocean Industry Group Limited

Date Submitted 1 November 2017

### I. Movements in Authorised Share Capital

#### 1. Ordinary Shares

|  |                        |                                      |   |
|--|------------------------|--------------------------------------|---|
| (1) Stock code : <u>651</u> Description : <u>Chi Ocean Ind</u> |                        |                                      |   |
|  | No. of ordinary shares | Par value<br><i>(State currency)</i> | Authorised share capital<br><i>(State currency)</i> |
| Balance at close of preceding month                            | 20,000,000,000         | HK\$0.05                             | HK\$1,000,000,000.00                                |
| Increase/(decrease)  | N/A                    |                                      | N/A   |
| Balance at close of the month                                  | 20,000,000,000         | HK\$0.05                             | HK\$1,000,000,000.00                                |
| (2) Stock code : <u>N/A</u> Description : <u>N/A</u>           |                        |                                      |   |
|  | No. of ordinary shares | Par value<br><i>(State currency)</i> | Authorised share capital<br><i>(State currency)</i> |
| Balance at close of preceding month                            |                        |                                      |   |
| Increase/(decrease)  |                        |                                      |   |
| Balance at close of the month                                  |                        |                                      |   |

## 2. Preference Shares

|                                     |              |                          |   |
|-------------------------------------|--------------|--------------------------|---|
| Stock code :                        | <u>N / A</u> | Description :            | <u>N / A</u>  |
|                                     |              | No. of preference shares | Par value<br>( <i>State currency</i> )                |
|                                     |              |                          | Authorised share capital<br>( <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 :                  | <u>N / A</u>  |
|                                     |              | No. of other classes of shares | Par value<br>( <i>State currency</i> )                |
|                                     |              |                                | Authorised share capital<br>( <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  
(*State currency*) :

HK\$1,000,000,000.00

## II. Movements in Issued Share Capital

|                                       | No. of ordinary shares |       | No of preference | No. of other classes of shares |
|---------------------------------------|------------------------|-------|------------------|--------------------------------|
|                                       | (1)                    | (2)   | shares           |                                |
| Balance at close of preceding month   | 13,636,838,840         | N / A | N / A            | N / A                          |
| Increase/ (decrease) during the month | NIL                    | N / A | N / A            | N / A                          |
| Balance at close of the month         | 13,636,838,840         | N / A | N / A            | N / A                          |

## 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 |  |   |
| <u>1. Share Option Scheme</u>  |                           |           |           |        |  |   |
| <u>Exercise price:</u>   |                           |           |           |        |  |   |
| <u>HK\$5.693</u>   |                           |           |           |        |  |   |
| <u>GM approval date (27/05/2002)</u>   |                           |           |           |        |  |   |
| <u>Ordinary shares</u>   | NIL                       | NIL       | NIL       | NIL    | N / A  | 6,324,000   |
| <i>(Note 1)</i>  |                           |           |           |        |  |   |
| <u>2. Share Option Scheme</u>  |                           |           |           |        |  |   |
| <u>Exercise price:</u>   |                           |           |           |        |  |   |
| <u>HK\$4.523</u>   |                           |           |           |        |  |   |
| <u>GM approval date (27/05/2002)</u>   |                           |           |           |        |  |   |
| <u>Ordinary shares</u>   | NIL                       | NIL       | NIL       | NIL    | N / A  | 40,125,780  |
| <i>(Note 1)</i>  |                           |           |           |        |  |   |
| <u>3. Share Option Scheme</u>  |                           |           |           |        |  |   |
| <u>Exercise price:</u>   |                           |           |           |        |  |   |
| <u>HK\$0.211</u>   |                           |           |           |        |  |   |
| <u>GM approval date (27/06/2012)</u>   |                           |           |           |        |  |   |
| <u>Ordinary shares</u>   | NIL                       | NIL       | NIL       | NIL    | N / A  | 326,000,000   |
| <i>(Note 1)</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                     |  |   |
| <u>4. Share Option Scheme</u><br><u>Exercise price:</u><br><u>HK\$0.280</u><br><u>GM approval date (27/06/2012)</u><br><u>Ordinary shares</u><br><i>(Note 1)</i> | NIL                       | NIL       | NIL       | NIL                        | N/A  | 550,000,000   |
| <u>5. Share Option Scheme</u><br><u>Exercise price:</u><br><u>HK\$</u><br><u>GM approval date ( / / )</u><br><u>shares</u><br><i>(Note 1)</i>                    | NIL                       | NIL       | NIL       | NIL                        | N/A  | N/A   |
| <u>6. Share Option Scheme</u><br><u>Exercise price:</u><br><u>HK\$</u><br><u>GM approval date ( / / )</u><br><u>shares</u><br><i>(Note 1)</i>                    | NIL                       | NIL       | NIL       | NIL                        | N/A  | N/A   |
| <u>7. Share Option Scheme</u><br><u>Exercise price:</u><br><u>HK\$</u><br><u>GM approval date ( / / )</u><br><u>Ordinary shares</u><br><i>(Note 1)</i>           | NIL                       | NIL       | NIL       | NIL                        | N/A  | N/A   |
| <u>8. Share Option Scheme</u><br><u>Exercise price:</u><br><u>HK\$</u><br><u>GM approval date ( / / )</u><br><u>shares</u><br><i>(Note 1)</i>                    | NIL                       | NIL       | NIL       | NIL                        | N/A  | N/A   |
|  |                           |           |           | Total A. (Ordinary shares) | N/A  |   |
|  |                           |           |           | (Preference shares)        | N/A  |   |
|  |                           |           |           | (Other class)              | N/A  |   |
| Total funds raised during the month from exercise of options (State currency)  |                           |           |           |                            | N/A  |   |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy) | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|---------------------------------|---|----------------------------------|---|--|--|
| 1. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 2. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 3. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 4. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| Total B. (Ordinary shares)                               |                                 |   |                                  |   |  | N / A  |
| (Preference shares)                                      |                                 |   |                                  |   |  | N / A  |
| (Other class)  |                                 |   |                                  |   |  | N / A  |

## Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| Class and description  | Currency of<br>amount<br>outstanding | Amount at close<br>of preceding<br>month | Converted<br>during the<br>month | Amount at<br>close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|--------------------------------------|--|----------------------------------|------------------------------------|--|--|
| 1. Convertible Notes   | HK\$                                 | 300,000,000.00                           | -                                | 300,000,000.00                     | -  | 1,666,666,666  |
| Stock code (if listed)<br>Class of shares<br>issuable (Note 1)<br>Subscription price<br>AGM approval date<br>(if applicable)<br>(dd/mm/yyyy) | N/A                                  |  |                                  |                                    |  |  |
| Class of shares<br>issuable (Note 1)   | Ordinary                             |  |                                  |                                    |  |  |
| Subscription price   | Minimum: HK\$0.18                    |  |                                  |                                    |  |  |
| AGM approval date<br>(if applicable)<br>(dd/mm/yyyy)   | (29/06/2016)                         |  |                                  |                                    |  |  |
| 2. N/A   |                                      |  |                                  |                                    |  |  |
| Stock code (if listed)<br>Class of shares<br>issuable (Note 1)<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) |                                      |  |                                  |                                    |  |  |
| Class of shares<br>issuable (Note 1)   |                                      |  |                                  |                                    |  |  |
| Subscription price   |                                      |  |                                  |                                    |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)   | ( / / )                              |  |                                  |                                    |  |  |
| 3. N/A   |                                      |  |                                  |                                    |  |  |
| Stock code (if listed)<br>Class of shares<br>issuable (Note 1)<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) |                                      |  |                                  |                                    |  |  |
| Class of shares<br>issuable (Note 1)   |                                      |  |                                  |                                    |  |  |
| Subscription price   |                                      |  |                                  |                                    |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)   | ( / / )                              |  |                                  |                                    |  |  |
| 4. N/A   |                                      |  |                                  |                                    |  |  |
| Stock code (if listed)<br>Class of shares<br>issuable (Note 1)<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) |                                      |  |                                  |                                    |  |  |
| Class of shares<br>issuable (Note 1)   |                                      |  |                                  |                                    |  |  |
| Subscription price   |                                      |  |                                  |                                    |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)   | ( / / )                              |  |                                  |                                    |  |  |
| Total C. (Ordinary shares)   |                                      |  |                                  |                                    | N/A  |  |
| (Preference shares)  |                                      |  |                                  |                                    | N/A  |  |
| (Other class)  |                                      |  |                                  |                                    | N/A  |  |

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 SGM 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 |
|---|--|---|
| 1. N/A<br><hr/> <hr/> <div style="text-align: right;">( / / )</div> shares ( <i>Note 1</i> )            |  |   |
| 2. N/A<br><hr/> <hr/> <div style="text-align: right;">( / / )</div> shares ( <i>Note 1</i> )            |  |   |
| 3. N/A<br><hr/> <hr/> <div style="text-align: right;">( / / )</div> shares ( <i>Note 1</i> )            |  |   |
| <div style="text-align: right;">Total D. (Ordinary shares)</div>  | N/A  |   |
| <div style="text-align: right;">(Preference shares)</div>   | N/A  |   |
| <div style="text-align: right;">(Other class)</div>   | N/A  |   |

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 ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )<br>( / / )  | N / A<br>N / A |
| 2. Open offer   | At price : | State currency | _____ | Class of shares issuable ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy)<br>AGM approval date: (dd/mm/yyyy) | ( / / )<br>( / / )  | N / A<br>N / A |
| 3. Placing      | At price : | State currency | _____ | Class of shares issuable ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy)<br>AGM approval date: (dd/mm/yyyy) | ( / / )<br>( / / )  | N / A<br>N / A |
| 4. Bonus issue  |            |                |       | Class of shares issuable ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )<br>( / / )  | N / A<br>N / A |



| 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 |
|---------------|----------------------|---------------------------|---|--|---|
| 5.            | Scrip dividend       | At price : State currency | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )<br>N/A   | ( / / )<br>N/A  |
| 6.            | Repurchase of shares |                           | Class of shares repurchased (Note 1) _____<br>Cancellation date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____     | ( / / )<br>N/A   | ( / / )<br>N/A  |
| 7.            | Redemption of shares |                           | Class of shares redeemed (Note 1) _____<br>Redemption date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____          | ( / / )<br>N/A   | ( / / )<br>N/A  |
| 8.            | Consideration issue  | At price : State currency | Class of shares issuable (Note 1) _____<br>Issue and allotment date : (dd/mm/yyyy) _____<br>EGM approval date: (dd/mm/yyyy) _____ | ( / / )<br>N/A   | ( / / )<br>N/A  |

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

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

Remarks (if any):

N/A

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Submitted by: **Ms Cheung Tin Shu** \_\_\_\_\_

Title: **Company Secretary** \_\_\_\_\_  
(Director, Secretary or other duly authorised officer)

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*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.*