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**CHINA OCEAN INDUSTRY GROUP LIMITED**

**中海重工集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 00651)**

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 21 JUNE 2019  
AND  
(2) RETIREMENT OF DIRECTOR**

Reference is made to the circular of China Ocean Industry Group Limited (the “**Company**”) dated 17 May 2019 (the “**Circular**”) in respect of, inter alia, general mandates to issue shares and to repurchase shares and proposed re-election of retiring directors. Capitalised terms used herein shall have the same meanings as those defined in the Circular, unless the context otherwise requires.

**POLL RESULTS OF THE ANNUAL GENERAL MEETING**

The board of directors (the “**Board**”) of the Company announce that at the annual general meeting of the Company (the “**AGM**”) held on 21 June 2019, the voting on all the proposed resolutions as set out in the notice of the AGM were conducted by way of poll. The Company’s share registrar in Hong Kong, Tricor Abacus Limited, was appointed as the scrutineer for the vote-taking at the AGM. As at the date of the AGM, the total number of shares in the Company entitling the holders to attend and vote for or against all the resolutions at the AGM was 13,636,838,840. There was no share in the Company entitling any shareholder of the Company to attend and vote only against any resolution at the AGM. No parties have stated their intention in the Circular to vote against any resolution or to abstain from voting at the AGM.

The poll results of the resolutions passed at the AGM were as follows:

| ORDINARY RESOLUTIONS |                                                                                                                                                                                                          | Number of Votes (%)       |                          |
|----------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------|--------------------------|
|                      |                                                                                                                                                                                                          | FOR                       | AGAINST                  |
| 1.                   | To receive and approve the audited consolidated financial statements and the reports of the Directors and auditors of the Company for the year ended 31 December 2018.                                   | 3,689,773,487<br>(99.97%) | 1,190,000<br>(0.03%)     |
| 2(i)                 | To re-elect Mr. Zhang Shi Hong as an executive director of the Company;                                                                                                                                  | 3,689,963,487<br>(99.97%) | 1,000,000<br>(0.03%)     |
| 2(ii)                | To re-elect Mr. Liu Jin as an executive director of the Company;                                                                                                                                         | 3,768,353<br>(0.1%)       | 3,687,195,134<br>(99.9%) |
| 2(iii)               | To re-elect Mr. Chau On Ta Yuen as a non-executive director of the Company until the conclusion of the annual general meeting of the Company of 2021;                                                    | 3,689,963,487<br>(99.97%) | 1,000,000<br>(0.03%)     |
| 2(iv)                | To re-elect Ms. Xiang Ying as an independent non-executive director of the Company until the conclusion of the annual general meeting of the Company of 2021.                                            | 3,687,338,487<br>(99.90%) | 3,625,000<br>(0.1%)      |
| 3.                   | To authorize the Board to fix the remuneration of the directors of the Company.                                                                                                                          | 3,689,963,487<br>(99.97%) | 1,000,000<br>(0.03%)     |
| 4.                   | To re-appoint Messers. Asian Alliance (HK) CPA Limited as the Company's auditors and to authorize the Board to fix their remuneration.                                                                   | 3,689,963,487<br>(99.97%) | 1,000,000<br>(0.03%)     |
| 5.                   | To grant a general mandate to the directors of the Company to issue new shares in the capital of the Company up to a maximum of 20% of the number of issued Shares of the Company as at the date of AGM. | 3,687,338,487<br>(99.90%) | 3,625,000<br>(0.1%)      |
| 6.                   | To grant a general mandate to the directors of the Company to purchase Shares in the capital of the Company up to a maximum of 10% of the number of issued Shares of the Company as at the date of AGM.  | 3,689,963,487<br>(99.97%) | 1,000,000<br>(0.03%)     |
| 7.                   | To approve the addition of the number of the shares repurchased by the Company granted to the Directors pursuant to resolution no.6 to the mandate granted to the directors under resolution no.5.       | 3,687,338,487<br>(99.90%) | 3,625,000<br>(0.1%)      |

As majority of the votes were cast in favour of each of the resolutions numbered 1, 2(i), 2(iii), 2(iv), 3, 4, 5, 6 and 7, such resolutions were duly passed as ordinary resolutions. As less than 50% of the votes were cast in favour of the resolution numbered 2(ii), such resolution was not passed as an ordinary resolution.

## **RETIREMENT OF DIRECTORS**

As indicated above, the resolution numbered 2(ii) relating to the re-election of Mr. Liu Jin (“Mr. Liu”) as Director was not passed at the AGM. Accordingly, Mr. Liu has retired as executive Director with effect from the conclusion of the AGM.

The Board is not aware of any disagreement with Mr. Liu or any matters relating to his retirement that need to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited.

The Board would like to extend its appreciation to Mr. Liu for his valuable contribution to the Company during his tenure of office.

**By order of the Board**  
**China Ocean Industry Group Limited**  
**LI Ming**  
*Chairman*

Hong Kong, 21 June 2019

*As at the date of this announcement, the Board of the Company comprises three executive directors, namely, Mr. Li Ming, Mr. Zhang Shi Hong and Mr. Zhang Weibing; one non-executive director, namely, Mr. Chau On Ta Yuen; and three independent non-executive directors, namely, Ms. Xiang Siying, Mr. Hu Bai He and Ms. Xiang Ying.*