



香港交易所

**Monthly Return of Equity Issuer on Movements in Securities****For the month ended (dd/mm/yyyy) :** 28 February 2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer China Ocean Shipbuilding Industry Group LimitedDate Submitted 5 March 2015**I. Movements in Authorised Share Capital****1. Ordinary Shares**

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



## 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	7,785,722,155	N / A	N / A	N / A
Increase/ (decrease) during the month	NIL	N / A	N / A	N / A
Balance at close of the month	7,785,722,155	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	366,000,000
<i>(Note 1)</i>						
				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 (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of 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
1. N/A						
( / / )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		( / / )				
2. N/A						
( / / )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		( / / )				
3 N/A						
( / / )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		( / / )				
4. N/A						
( / / )						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		( / / )				
Total B.					(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 AGM 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
<p>1. On 16 February 2015 (after trading hours), the Company entered into the Subscription Agreements with each of the Subscribers pursuant to which the Subscribers have conditionally agreed to subscribe for, and the Company has conditionally agreed to issue, the convertible bonds in the aggregate principal amount of HK\$60 million. Upon full conversion of the Convertible Bonds at the initial Conversion Price of HK\$0.2 per Conversion Share, a total of 300,000,000 Conversion Shares will be issued, representing approximately 3.85% of the existing issued share capital of the Company and approximately 3.71% of the issued share capital of the Company as enlarged by the issue of the Conversion Shares. For details, please refer to the announcement dated 16 February 2015.</p> <p style="text-align: right;">(27/06/2014)</p> <p style="text-align: right;">Ordinary shares (Note 1)</p>	N/A	300,000,000
<p>2. N/A</p> <p style="text-align: right;">( / / )</p> <p style="text-align: right;">shares (Note 1)</p>		
<p>3. N/A</p> <p style="text-align: right;">( / / )</p> <p style="text-align: right;">shares (Note 1)</p>		
<p style="text-align: right;">Total D. (Ordinary shares)</p> <p style="text-align: right;">(Preference shares)</p> <p style="text-align: right;">(Other class)</p>	<p>N/A</p> <p>N/A</p> <p>N/A</p>	

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

For Main Board and GEM listed issuers

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



For Main Board and GEM listed issuers

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) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	N / A	N / A
10. Other (Please specify)	At State price : currency _____	Class of shares issuable ( <i>Note 1</i> ) _____ Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	N / A	N / A
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

Submitted by: **Ngai Man Wo**

Title: **Company Secretary**

(Director, Secretary or other duly authorised officer)

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.*