

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30 November 2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China Ocean Shipbuilding Industry Group Limited
Date Submitted	1 December 2015

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>651</u> Descri	ption :	Chi C	9 Shipbldg
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
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> Descri	otion : N / A		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

2. Preference Shares

Stock code :	N / A	Description :	1	N / A
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	preceding n	nonth		
Increase/(decrease)				
Balance at close of	the month			

3. Other Classes of Shares

Stock code : <u>N / A</u> Descri		Description :	1	N / A	
		No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close o	of preceding n	onth			
Increase/(decrease	e)				
Balance at close o	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 ordin	No. of ordinary shares		
	(1)	(2)	No of preference shares	No. of other classes of shares
Balance at close of preceding month	11,160,722,155	N/A	N / A	N / A
Increase/ (decrease) during the month	537,761,685	N / A	N / A	N / A
Balance at close of the month	11,698,483,840	N / A	N / A	<u> </u>

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share	onare option o	chemes of the I			No. of new shares of	No. of new shares of
option scheme					issuer issued during	issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date		Movement duri	ng the month		thereto	as at close of the
(dd/mm/yyyy) and					-	month
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option						
Scheme						
Exercise price:						
HK\$5.693						
GM approval date						
(27/05/2002)						
Ordinary shares	NIL	NIL	NIL	NIL	N / A	6,324,000
(Note 1)						
2. Share Option						
Scheme						
Exercise price:						
HK\$4.523						
GM approval date						
(27/05/2002)						
Ordinary shares	NIL	NIL	NIL	NIL	N / A	40,125,780
(Note 1)						
3. Share Option						
Scheme						
Exercise price:						
HK\$0.211						
GM approval date						
(27/06/2012)						
Ordinary shares	NIL	NIL	NIL	NIL	N / A	366,000,000
(Note 1)						

Particulars of share option scheme including EGM					No. of new shares of issuer issued during the month pursuant	issuer which may be issued pursuant
approval date (dd/mm/yyyy) and	М	ovement duri	ng the month		thereto	thereto as at close of the month
class of shares						the month
issuable	Granted	Exercised	Cancelled	Lapsed		
4. Share Option						
Scheme						
Exercise price:						
HK\$0.280						
GM approval date (27/06/2012)						
Ordinary shares	550,000,000	N/A	N/A	N/A	N/A	550,000,000
(Note 1)						, , , ,
5. Share Option						
Scheme						
Exercise price:						
HK\$						
GM approval date						
(Note 1) shares	N/A	N/A	N/A	N/A	N/A	N/A
6. Share Option						
Scheme						
Exercise price:						
HK\$						
GM approval date						
(/ /)						
shares	N/A	N/A	N/A	N/A	N/A	N/A
(Note 1)						
7. Share Option						
Scheme						
Exercise price:						
HK\$ CM approval data						
GM approval date						
Ordinary shares (Note 1)	N/A	N/A	<u>N/A</u>	N/A	N/A	N/A
8. Share Option						
Scheme						
Exercise price:						
HK\$						
GM approval date						
shares	N/A	N/A	N/A	N/A	N/A	N/A
(Note 1)						
		Т	otal A. (Ordin		N / A	
				ence shares)	N / A	
			(Other class)	N / A	
Total funds raised during exercise of options (State		1		N / A		

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value 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
<u>1. N/A</u>					
(/ /) 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 (Note 1)					
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					
(if applicable) (dd/mm/yyyy)	(/ /)				
4. N / A					
Class of shares issuable (<i>Note 1</i>)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
		al B. (Ord	inory chorod)	N / A	
	100		inary shares)	N/A N/A	
			(Other class)	N / A	

Convertibles (i.e. Convertible i	nto Shares of the I	ssuer which are to	o be Listed)			
Class and description 1. Convertible Bonds	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount 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
	HK\$	52,000,000.00		52,000,000.00		260,000,000
Stock code (if listed)	N/A					
Class of shares	0.1					
issuable (<i>Note 1</i>) Subscription price	Ordinary HK\$0.20					
SGM approval date	Π Υ φυ.20					
(if applicable)						
(dd/mm/yyyy))	(18/06/2014)					
2. Convertible Notes	<u> </u>					
	HK\$	200,000,000.00	-	200,000,000.00	-	806,126,561
Stock code (if listed)	N/A	i				
Class of shares issuable (<i>Note 1</i>)	Ordinary					
Subscription price	HK\$0.2481					
AGM approval date	••••••••••••••••••••••••••••••••••••••					
(if applicable)	(27/2014)					
(dd/mm/yyyy)	(27/06/2014)					
3.						
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	(/ /)					
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 C (Ordi		NT / A	
				nary shares) ence shares)		
				Other class)		
					11/11	

For Main Board and GEM listed issuers

Oı HK

(27/

No. of new shares of No. of new shares of issuer issued during issuer which may be the month pursuant issued pursuant thereto thereto Full particulars including AGM approval date (dd/mm/yyyy), as at close of the month if applicable, and class of shares issuable: 1. On 25 September 2015 (after trading hours), the Company, Jiangxi Jiangzhou Union Shipbuilding Co., Ltd.(the "Borrower") and the Creditors entered into the conditional Subscription Agreement pursuant to which the Creditors conditionally agreed to subscribe for, and the Company conditionally agreed to allot and issue 537,761,685 Subscription Shares at the Subscription Price of HK\$0.26 per Subscription Share, in consideration of the Creditors agreeing to waive the Loans in an aggregate amount of approximately RMB114,944,409 (equivalent to about HK\$139,818,038) due from the Borrower together with all the rights and benefits attaching thereto and accruing thereon. The 537,761,685 Subscription Shares represent the amount of Loans agreed to be waived by the Creditors divided by the Subscription Price of HK\$0.26 per Subscription Share. For details, please refer to the Company's Announcements dated 28 September 2015 and 13 November 2015. (29/06/2015)537,761,685 Ordinary shares (Note 1) 2. On 15 October 2015 (after trading hours), Brilliant Plus Holdings Limited ("the Purchaser") entered into the Sale and Purchase Agreement with Pacific Greatest Limited ("the Vendor") and Mr Tang WuQiang, Mr Ning JiZhong and Ms. Su RuLing being three of the shareholders of Success Capture Limited ("the Guarantors"), pursuant to which the Vendor has conditionally agreed to sell and transfer, and the Purchaser has conditionally agreed to acquire and accept, the entire issued share capital of Success Capture Limited at an initial consideration of HK\$67,470,000, which shall be adjusted upward to a maximum of HK\$450,000,000 upon fulfillment of the Guarantee Profit. Pursuant to the Sale and Purchase Agreement, up to 1,730,000,000 Consideration Shares may be allotted and issued by the Company to the Vendor. For details, please refer to the Company's Announcement dated 15 October 2015. (/ / Ordinary shares (Note 1) 1,730,000,000 3. N/A (/ / shares (Note 1) Total D. (Ordinary shares) 537,761,685 (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)

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

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

			For	r Main Board an		issuers
	Type of Issue				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer whic may be issued pursuant thereto as a close of the month
			Class of shares issuable (<i>Note 1</i>)			
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	(/ /)	N/A	N / A
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (<i>Note 1</i>)			
10.	Other (Please specify)	At State price : currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)	N/A	N / A
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Total E. (Ordinary shares)	Ν	/ A
			(Pi	reference shares)	N	/ A
				(Other class)	Ν	/ A

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	537,761,685
	(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
(These figures should be the same as the relevant figures under II above ("Movements in Is	sued Sha	re Capital").)

Г

Remarks (if an	y):	
N/A		
Submitted by:	Ms Cheung Tin Shu	
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.