

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

## **CHINA OCEAN INDUSTRY GROUP LIMITED**

**中海重工集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 00651)**

### **RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 29 JUNE 2016 POLL RESULTS OF THE ANNUAL GENERAL MEETING**

<p>The Board is pleased to announce that all the proposed ordinary resolutions as set out in the notice of AGM were duly passed by poll at the AGM.</p>
---

Reference is made to the circular of China Ocean Industry Group Limited (the “**Company**”) dated 27 May 2016 (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 is pleased to announce that at the annual general meeting of the Company (the “**AGM**”) held on 29 June 2016, all the proposed resolutions as set out in the notice of the AGM were duly passed by 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 11,997,983,840. 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 2015.	3,711,693,871 (94.17%)	229,607,438 (5.83%)
2(i)	To re-elect Mr. Zhang Shi Hong as an executive director of the Company;	3,936,245,505 (99.87%)	5,055,804 (0.13%)
2(ii)	To re-elect Ms. Xiang Siying as an independent executive director of the Company;	3,936,245,505 (99.87%)	5,055,804 (0.13%)
2(iii)	To re-elect Mr. Hu Bai He as an independent non-executive director of the Company;	3,702,848,870 (93.95%)	238,452,439 (6.05%)
2(iv)	To re-elect Mr. Liu Jin as an executive director of the Company;	3,941,301,309 (100%)	0 (0.00%)
2(v)	To authorize the Board to fix the remuneration of the directors of the Company.	3,941,301,309 (100%)	0 (0.00%)
3.	To re-appoint Messers. Asian Alliance (HK) CPA Limited (formerly known as ZHONGLEI (HK) CPA Company Limited) as the Company's auditors and to authorize the Board to fix their remuneration.	3,941,291,631 (99.99%)	9,678 (0.01%)
4.	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.	3,832,970,662 (97.25%)	108,330,647 (2.75%)

ORDINARY RESOLUTIONS		Number of Votes (%)	
		FOR	AGAINST
5.	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.	3,941,301,309 (100%)	0 (0.00%)
6.	To include nominal amount of the shares repurchased by the Company granted to the Directors pursuant to resolution no.5 to the mandate granted to the directors under resolution no.4.	3,832,970,662 (97.25%)	108,330,647 (2.75%)

All resolutions were duly passed as ordinary resolutions of the Company at the AGM.

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

Hong Kong, 29 June 2016

*As at the date of this announcement, the Board of the Company comprises four executive directors, namely, Mr. Li Ming, Mr. Zhang Shi Hong, Mr. Wang San Long and Mr. Liu Jin; 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.*