

For the month ended (dd/mm/yyyy):

## Monthly Return of Equity Issuer on Movements in Securities

To: Hong Kong Exchanges and Clearing Limited						
Name of Issuer China Ocean Industry Group Limited						
Date Submitted	1 Decemb	per 2016				
I. Movements in Authorised Share Capital						
1. Ordinary Shares						
(1) Stock code : <u>651</u>	Descript	ion:	Chi (	Ocean Ind		
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding m	nonth _	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 : N/A	Descript	ion:	1	N/A		
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding m	nonth _					
Increase/(decrease)						
Balance at close of the month	-					

**30 November 2016** 

Stock code: N/A Desc	ription:	N/A		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding month				
Increase/(decrease)		-		
Balance at close of the month				
3. Other Classes of Shares				
Stock code : N/A Desc	ription:	N/A		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding month				
Balance at close of preceding month  Increase/(decrease)				

## II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	
	(1)	(2)	shares	No. of other classes of shares
Balance at close of preceding month	11,997,983,840	N/A	N / A	N / A
Increase/ (decrease) during the month	NIL	N/A	N/A	N/A
Balance at close of the month	11,997,983,840	N/A	N/A	N / A

## III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Share Options (under S	Share Option S	Schemes of the	lssuer)			
Particulars of share					No. of new shares of	No. of new shares of
option scheme					issuer issued during	issuer which may be
including EGM					the month pursuant	
approval date		Movement duri	ing the month		thereto	as at close of the
(dd/mm/yyyy) and —			<u> </u>		<del>_</del>	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)	-		<u> </u>	<u> </u>	<u> </u>	
(11010-1)						
3. Share Option						
Scheme	•					
Exercise price:	•					
	•					
HK\$0.211	-					
GM approval date (27/06/2012)						
	NIII	NIII	NIII	NIII	NI / A	226,000,000
Ordinary shares	NIL_	NIL	NIL	NIL	N/A	326,000,000
(Note 1)						

## III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM					No. of new shares of issuer issued during the month pursuant	
approval date		Marramant duni		thereto	thereto as at close of	
(dd/mm/yyyy) and	Movement during the month			-	the month	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
4. Share Option						
Scheme						
Exercise price:						
HK\$0.280						
GM approval date (27/06/2012)						
Ordinary shares	NIL	NIL	NIL	NIL	N/A	550,000,000
(Note 1)						
5. Share Option						
Scheme						
Exercise price:						
HK\$						
GM approval date						
shares	NIL	NIL	NIL	NIL	N/A	N/A
(Note 1)						
6. Share Option						
Scheme						
Exercise price:						
HK\$						
GM approval date						
( / / )						
shares	NIL	NIL	NIL	NIL	N/A	N/A
(Note 1)						
7. Share Option						
Scheme						
Exercise price:						
HK\$						
GM approval date						
Ordinary shares	NIL	NIL	NIL	NIL	N/A	N/A
(Note 1)						
8. Share Option						
Scheme						
Exercise price:						
HK\$						
GM approval date						
shares	NIL	NIL	NIL	NIL	N/A	N/A
(Note 1)	INIL	NIL	NIL	MIL	11/71	1 <b>V</b> /A
(Ivole I)		т	otal A. (Ordi	nary shares)	N/A	
		1		ence shares)	$\frac{N/A}{N/A}$	
				Other class)	$\frac{N/A}{N/A}$	
Total funds raised durin	g the month fr	om	(			
exercise of options (Sta		OIII		N/A		

Warrants to Issue Shares of the Is	suer which are	to be Listed					
Description of warrants (Date of expiry - dd/mm/yyyy)  1. N / A	Currency of nominal value	Nominal val close of preceding m	f dur	ercised ing the conth	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
( / / )							
Stock code (if listed) Class of shares							
issuable (Note 1)							
Subscription price EGM approval date							
(if applicable)		/					
(dd/mm/yyyy) 2. N / A	( / ,	/ )					
	<del>-</del> -						
( / / )	<u> </u>	-					<u> </u>
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							
EGM approval date							
(if applicable) (dd/mm/yyyy)	( / /	/ )					
4. N/A	_						
	- - ———						
( / / ) Stock code (if listed)							
Class of shares issuable (Note 1)							
Subscription price							
EGM approval date (if applicable)							
(dd/mm/yyyy)	( / /	/ )					
			Total B.		inary shares)		
					rence shares) (Other class)	N/A N/A	
						11/Ω	

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) No. of new No. of new shares of shares of issuer which issuer issued during the may be issued month pursuant thereto as at pursuant Currency of Amount at close Converted Amount at thereto close of the amount of preceding during the close of the month Class and description month month month outstanding 1. Convertible Bonds HK\$ 52,000,000.00 52,000,000.00 260,000,000 Stock code (if listed) N/AClass of shares issuable (Note 1) Ordinary Subscription price HK\$0.20 SGM approval date (if applicable) (dd/mm/yyyy)) (18/06/2014) Convertible Notes HK\$ 200,000,000.00 200,000,000.00 806,126,561 Stock code (if listed) N/A Class of shares issuable (Note 1) Ordinary Subscription price HK\$0.2481 AGM approval date (if applicable) (27/06/2014) (dd/mm/yyyy) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) N/AStock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) Total C. (Ordinary shares) (Preference shares) N/AN/A(Other class)

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

is	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. 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"),		
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"),		
Tang WuQiang, Mr Ning JiZhong and Ms. Su RuLing being three of the shareholders of Success Capture Limited ("the Guarantors"),		
of the shareholders of Success Capture Limited ("the Guarantors"),		
1		
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. Following Completion of the		
Sale and Purchase Agreement on 4 December 2015, 259,500,000		
Consideration Shares have been issued and allotted to the Vendor		
(or its nominees), and Success Capture Limited has become a		
direct wholly-owned subsidiary of the Company. Pursuant to the		
Sale and Purchase Agreement, the remaining 1,470,500,000		
Consideration Shares will be issued and allotted to the Vendor		
(or its nominees) in the event that the Net Profit of the Target		
Group for the period from 1 January 2016 to 31 December 2016		
attained the Guarantee Profit of RMB60 million. For details, please		
refer to the Company's Announcements dated 15 October 2015 and		
4 December 2015 and Circular dated 12 November 2015.		
(28/11/2015)		
Ordinary shares (Note 1)		1,470,500,000
Ordinary shares (wore 1)		1,170,300,000
2. N/A		
2. 11/11		
shores (Note 1)		
shares (Note 1)		
3. N/A		
J. <u>IV/A</u>		
shares (Note 1)		
TO LID TO LEGAL	NT / A	
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

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

	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
	Type of issue		Class of shares				
			issuable (Note 1)				
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 (Note 1)				
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	( / /	)	N/A	N/A
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable (Note 1)				
8.	Consideration issue	At State price : currency	Issue and allotment date : (dd/mm/yyyy)	( / /	)	N/A	N/A
			EGM approval date: (dd/mm/yyyy)	( / /	)		

	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> )			
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	( / / )	N/A	N/A
			EGM approval date: (dd/mm/yyyy)	( / / )		
10.	Other	At State ——	Class of shares issuable (Note 1)  Issue and allotment	( / / )	N/A	N/A
	(Please specify)	price : currency	date: (dd/mm/yyyy)  EGM approval date: (dd/mm/yyyy)	( / / )		
				ordinary shares)		/ A
			(Pre	ference shares)		/ 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
(These figures should be the same as the relevant figures under II above ("Movements in I.	ssued Share	Capital").)

Remarks (if an	y):	
N/A		
Submitted by:	Ms Cheung Tin Shu	
Title:	Company Secretary	
	(Director, Secretary or other duly authorised officer)	

State the class of shares (e.g. ordinary, preference or other).

If there is insufficient space, please append the prescribed continuation sheet.

Notes:

1.

2.