HKEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : ____31 December 2016

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China Ocean Industry Group Limited
Date Submitted	4 January 2017

I. Movements in Authorised Share Capital

1. (Ordinary	Shares
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(1) Stock code : <u>651</u>	Description :	Chi	Ocean Ind
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding r	nonth <u>20,000,000,000</u>) <u>HK</u> \$0.05	HK\$1,000,000,000.00
Increase/(decrease)	N/A	_	N/A
Balance at close of the month	_20,000,000,000) <u>HK\$0.05</u>	HK\$1,000,000,000.00
(2) Stock code : N / A	Description :		N/A
(2) Stock code : <u>N/A</u>	Description : No. of ordinary shares	Par value (State currency)	N / A Authorised share capital (State currency)
 (2) Stock code : <u>N / A</u> Balance at close of preceding r 	No. of ordinary shares	(State	Authorised share capital
	No. of ordinary shares	(State	Authorised share capital

2. Preference Shares

Stock code :	N/A	Description :	N / A		
		No. of preference shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close o	f preceding mo	onth			
Increase/(decrease	e)		-		
Balance at close o	f the month				

3. Other Classes of Shares

Stock code :	<u>N/A</u> Description :			N / A
		No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of	of preceding n	onth		
Increase/(decrease	e)		_	
Balance at close of	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 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	4,775,000	N / A	N/A	N / A
Balance at close of the month	12,002,758,840	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	share option b	enemies of the l			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 —	-	Movement duri	ng the month		_	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	326,000,000
(Note 1)				_		

III. Details of Movements in Issued Share Capital

Particulars of share option scheme						issuer which may be
including EGM					the month pursuant	issued pursuant
approval date		Movement duri	ng the month		thereto	thereto as at close of
(dd/mm/yyyy) and class of shares						the month
issuable	Granted	Exercised	Cancelled	Lapsed		
4. Share Option	Gluitteta	Encretised	Culleoneu	Lupseu		
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)		г	otal A (Ondi	norry charge)	NT / A	
		1	otal A. (Ordi		<u>N/A</u>	
				ence shares)	<u>N/A</u>	
			(Other class)	N / A	
Cotal funds raised durin	g the month fr te currency)	om		N / A		

Share Options (under Share Option Schemes of the Issuer)

Warrants to Issue Shares of the Is Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal v nominal close value preceding	value at Exercised of during the	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 (Note 1)					
Subscription price					
EGM approval date (if applicable)					
(dd/mm/yyyy) 2. N / A	(/ /)				
	-				
(/ /)			<u> </u>		
Stock code (if listed) Class of shares issuable (<i>Note 1</i>)					
Subscription price					
(if applicable)					
(dd/mm/yyyy) 3 N / A	(/ /)				
	-				
(/ /)					
Stock code (if listed) Class of shares					
issuable (Note 1)					
Subscription price EGM approval date					
(if applicable)	(/ /)				
4. N/A					
	_				
(/ /)					
Stock code (if listed) Class of shares					
issuable (Note 1)					
Subscription price					
(if applicable)	(/ /)				
		Total B. (Ord	dinary shares)	N / A	
			erence shares)	N / A	
			(Other class)	N / A	

	vertibles (i.e. Convertible	Currency of amount	Amount at close of preceding	e Converted during the	Amount at close of the	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
	ss and description Convertible Bonds	outstanding	month	month	month		
1.	Convertible Donds						
		HK\$	52,000,000.00		52,000,000.00		260,000,000
	Stock code (if listed)	N/A					
	Class of shares issuable (<i>Note 1</i>)	Ordinary					
	Subscription price	HK\$0.20					
	SGM approval date						
	(if applicable) (dd/mm/yyyy))	(18/06/2014)					
2.	Convertible Notes						
			200,000,000,00	_	200,000,000,00		906 126 561
	Stock code (if listed)	<u>нк</u> N/А	200,000,000.00		200,000,000.00		806,126,561
	Class of shares						
	issuable (<i>Note 1</i>) Subscription price	Ordinary HK\$0.2481					
	AGM approval date	11100.2401					
	(if applicable)	(27/06/2014)					
3.	(dd/mm/yyyy) Convertible Notes	(27/06/2014)					
<u> </u>	Convertible Notes						
		HK\$	400,000,000.00	1,000,000.00	399,000,000.00	4,775,000	2,216,670,000
	Stock code (if listed) Class of shares	N/A					
	issuable (Note 1)	Ordinary					
	Subscription price AGM approval date	Minimum: HK\$0	.18				
	(if applicable)						
	(dd/mm/yyyy)	(29/06/2016)					
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)	(/ /)					
					nary shares)		0
					ence shares)		
				(Other class)	N / A	<u> </u>

	No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto
Full particulars including SGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	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	1	
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"),	1	
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. 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
2. N/A		
(/ /)		
shares (Note 1)		
3. <u>N/A</u>	-	
	-	
(/ /)	1	
shares (Note 1)	-	
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A N/A	
(Other class)	N/A 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)

	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	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 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				
5.	Scrip dividend	At State	issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy)	(/ /)	N / A	N/A
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares				
6.	Repurchase of shares		repurchased (<i>Note 1</i>) 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 issuable (<i>Note 1</i>)				
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
9.	Capital		Class of shares issuable (<i>Note 1</i>) Issue and allotment	(/ /)		
	reorganisation		date : (dd/mm/yyyy) EGM approval date:	(/ /)	N / A	N / A
			(dd/mm/yyyy)			
			Class of shares issuable (Note 1)			
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)	(//)		
				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)	4,775,000
	(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	Issued Shar	e Capital").)

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.