HKEX 香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : ____28 February 2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China Ocean Industry Group Limited
Date Submitted	1 March 2017

I. Movements in Authorised Share Capital

1. (Ordinary	Shares
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(1) Stock code :	ption :	Chi Ocean Ind			
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of prece	eding 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 r	nonth	20,000,000,000	HK\$0.05	HK\$1,000,000,000.00	
(2) Stock code : N	J/A Descri	ption ·	1	N / A	
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of prec		No. of ordinary	Par value (State	Authorised share capital	
		No. of ordinary	Par value (State	Authorised share capital	

2. Preference Shares

Stock code :	N/A	Description :	tion : 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 :	N / A 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 month12,060,918,840		N/A	N/A	N / A
Increase/ (decrease) during the month	NIL	N / A	N/A	N / A
Balance at close of the month	12,060,918,840	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 D				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	I	Movement duri	ng the month		thereto	as at close of the
(dd/mm/yyyy) and —			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					No. of new shares of issuer issued during	No. of new shares of 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		1110 / 01110110 0011	ing 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)		Т	Total A. (Ordi	nary shares)	N / A	
		<u> </u>		ence shares)		
				Other class)	$\frac{N/A}{N/A}$	
Fotal funds raised durin	a the month f	om	(
Total funds raised durin exercise of options (Sta		UIII		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	

Convertibles (i.e. Convertibles Class and description		Amount at close of preceding 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 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						
	HK\$	200,000,000.00	_	200,000,000.00		906 106 561
Stock code (if listed)	<u> </u>	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	111140.2101					
(if applicable) (dd/mm/yyyy)	(27/06/2014)					
3. Convertible Notes	(27/00/2014)					
Stock code (if listed)	<u> </u>	387,000,000.00	-	387,000,000.00		2,150,000,000
Class of shares						
issuable (<i>Note 1</i>) Subscription price	Ordinary Minimum: HK\$0	18				
AGM approval date		.10				
(if applicable)	(20/06/2016)					
(dd/mm/yyyy) 4. N / A	(29/06/2016)					
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	nary shares)	N / A	
				ence shares)		
				Other class)		

		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 appro if applicable, and class of shares issu		thereto	as at close of the month
	ng hours), Brilliant Plus Holdings		
Limited ("the Purchaser") entered			
	t Limited (" the Vendor") and Mr		
Tang WuQiang, Mr Ning JiZhor	ng and Ms. Su RuLing being three		
	Capture Limited ("the Guarantors"),		
pursuant to which the Vendor ha	is conditionally agreed to sell and		
	conditionally agreed to acquire and		
accept, the entire issued share ca	apital of Success Capture Limited		
at an initial consideration of HK	\$67,470,000, which shall be		
adjusted upward to a maximum			
	fit. Following Completion of the		
	n 4 December 2015, 259,500,000		
	issued and allotted to the Vendor		
(or its nominees), and Success			
	of the Company. Pursuant to the		
Sale and Purchase Agreement, the			
Consideration Shares will be iss			
(or its nominees) in the event the			
	uary 2016 to 31 December 2016		
· · · ·	RMB60 million. For details, please		
	cements dated 15 October 2015 and		
4 December 2015 and Circular of			
	(28/11/2015)		
	Ordinary shares (Note 1)		1,470,500,000
2. <u>N/A</u>			
	(/ /)		
	shares (Note 1)		
3. <u>N/A</u>			
	(/ /)		
	shares (Note 1)		
	Total D. (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)

]	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 (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)	(//)			
				· · · · · ·		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		
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share 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.