# **日KEX**香港交易所

### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31 March 2021

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	China Ocean Industry Group Limited	
Date Submitted	7 April 2021	

I. Movements in Authorised Share Capital

1. Ordinary Shares				
(1) Stock code : <u>651</u> Descri	iption :	otion : Chi Ocean Ind		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of preceding month	1,250,000,000	HK\$0.04	HK\$50,000,000.00	
Increase/(decrease)	N/A	-	N/A	
Balance at close of the month	1,250,000,000	HK\$0.04	HK\$50,000,000.00	
(2) Stock code : <u>N / A</u> Descri	iption :	Ν	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 :		N / A
		No. of prefere shares	Par value nce (State currency)	Authorised share capital (State currency)
Balance at close o	f preceding m	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 shar	(	Authorised share capital (State currency)
Balance at close of	of preceding n	nonth		
Increase/(decrease	e)			
Balance at close of	of the month			

Total authorised share capital at the end of the month *(State currency)* :

HK\$50,000,000.00

## 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	340,920,971	N / A	N / A	N / A		
Increase/ (decrease) during the month	68,000,000	N / A	N / A	N / A		
Balance at close of the month	408,920,971	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	nare option o	enemes of the l	(135del)		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					thereto	as at close of the
(dd/mm/yyyy) and		Movement during the month				month
class of shares						monui
issuable	Granted	Exercised	Cancelled	Lapsed		
1. Share Option						
Scheme						
Exercise price:						
HK\$8.44						
GM approval date						
(27/06/2012)						
Ordinary shares	NIL	NIL	NIL	NIL	N / A	8,150,000
(Note 1)						
2. Share Option						
Scheme						
Exercise price:						
HK\$						
GM approval date						
<u>( / / )</u>						
shares	NIL	NIL	NIL	NIL	N/A	N/A
(Note 1)						
3. Share Option						
Scheme						
Exercise price:						
HK\$						
GM approval date						
( / / )						
shares	NIL	NIL	NIL	NIL	N/A	N/A
(Note 1)						

### III. Details of Movements in Issued Share Capital

Particulars of share option scheme including EGM				issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant therate as at close of	
approval date (dd/mm/yyyy) and —		Movement duri	ng the month		thereto	thereto as at close of the month
class of shares						ule monui
issuable	Granted	Exercised	Cancelled	Lapsed		
4. Share Option						
Scheme						
Exercise price:						
HK\$						
GM approval date						
	NUU	NUT	NUT	NUU		
(Note 1)	NIL	NIL	NIL	NIL	N/A	N/A
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						
( / / )	NUU	NUT	NUT	NUU		
(Note 1)	NIL	NIL	NIL	NIL	N/A	N/A
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)						
		Ί	otal A. (Ordi		<u>N/A</u>	
				ence shares)	<u>N/A</u>	
			(	Other class)	N / A	
otal funds raised durin xercise of options (Star		om		N / A		

Share Options (under Share Option Schemes of the Issuer)

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value a nominal close of value preceding mont	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
<u>1. N/A</u>	-				
	_				
( / / )         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>		<u> </u>
( / / ) Stock code (if listed) Class of shares issuable ( <i>Note 1</i> ) Subscription price EGM approval date		- - -			
(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) (dd/mm/yyyy)	( / / )				
4. N/A	_	_			
( / / )					
`~ · · · · ·		_			
issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / / )	_			
(cc, mm, yyyy)		-	1 <sup>1</sup>	<b>X</b> T / <b>4</b>	
	1		linary shares)		
			(Other class)		

Convertibles (i.e. Convertible i	into Shares of the	Issuer which are t	o be Listed)			
Class and description	Currency of amount outstanding	Amount at close of preceding month	e 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
1. Convertible Bonds						
	HK\$	11,100,000.00	_	11,100,000.00	_	17,343,750
		11,100,000.00	·	11,100,000.00		17,545,750
Stock code (if listed) Class of shares	N/A					
issuable (Note 1)	Ordinar	v				
Subscription price	HK\$0.6					
EGM approval date						
(if applicable) (dd/mm/yyyy))	(25/10/20	19)				
2. N/A	(					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	( / / )					
<u>3. N/A</u>						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	( / / )					
<u>4. N/A</u>						
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
(if applicable)						
	( / / )					
				nary shares)		
				ence shares)		
			()	Other class)	N / A	

than under Share Option Schemes)		
Full particulars including SGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuan thereto	g issuer which may be
1. On 10 March 2020 (after trading hours), the Company enter	ed into	
the Subscription Agreements with Wu Yan, Zhang Li, Niu M	leng	
Xiao, Jiang Han, Zhou Shi Bei and Huang Shao Feng		
("Subscribers"), pursuant to which the Subscribers have		
conditionally agreed to subscriber for, and the Company has		
conditionally agreed to allot and issue, 68,000,000 Subscript	ion	
Shares at the Subscription Price of HK\$0.105 per Subscripti		
Share. The total consideration payable by the Subscribers ur		
Subscription Agreements amounts to HK\$7,140,000 and the		
completion of the Subscription took place and an aggregate		
68,000,000 new Shares were issued and allotted under the G		
Mandate to the Subscribers on 8 March 2021. For details, pl		
refer to the Company's announcements dated 10 March 2020		
17 March 2020 and 8 March 2021 respectively.	<i>,</i>	
	5/2019)	
Ordinary shares (		
2. On 18 September 2020 (after trading hours), the Company a	ad	
Ziamen Longhai Investment Management Co.,Ltd ("Subscr		
entered into the Subscription Agreement, pursuant to which		
Company conditionally agreed to issue, and the Subscriber	with on	
conditionally agreed to subscribe for, the Convertible Bond		
aggregate principal amount of HK\$30,000,000 due 2 years f		
date of issue of the Convertible Bond at the Conversion Price	e of	
HK\$0.1 per Conversion Share upon Completion. Upon full		
conversion of the Convertible Bond at the Conversion Price,		
of 300,000,000 Conversion Shares will be issued. For details		
please refer to the Company's announcement dated 18 Septe	mber	
2020.		
	3/2021)	
Ordinary shares (	Note 1)	300,000,000
3. <u>N/A</u>		
( /	/ )	
shares (	Note 1)	
Total D. (Ordinary	shares) 68,000,000	
(Preference	shares) N / A	
(Othe	r 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	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	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 repurchased ( <i>Note 1</i> )				
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 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)	( / /	)		

No. of new shares of issuer which may be issued pursuant thereto as at close of the month	No. of new shares of issuer issued during the month pursuant thereto				Type of Issue	
N/A	N / A	( / / )	Class of shares issuable ( <i>Note 1</i> ) Issue and allotment date : (dd/mm/yyyy)		Capital reorganisation	9.
		( / / )	EGM approval date: (dd/mm/yyyy)			
			Class of shares issuable ( <i>Note 1</i> )			
N / A	N / A	( / / )	Issue and allotment date : (dd/mm/yyyy)	At State price : currency	Other (Please specify)	10.
		( / / )	EGM approval date: (dd/mm/yyyy)			
	N /	ordinary shares)				
N/A		(Preference shares)				
A		-	· · · · · · · · · · · · · · · · · · ·			

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	68,000,000
	(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 Is	sued Sha	re Capital").)

#### **IV.** Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 13.25A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

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(i) all money due to the listed issuer in respect of the issue of securities has been received by it;

(ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of

Hong Kong Limited under "Qualifications of listing" have been fulfilled; (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled; (iv) all the securities of each class are in all respects identical (Note 3); all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with (v) the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements; all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be (vi) delivered in accordance with the terms of issue; (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Remarks (if any):

N/A

Submitted by: Mr Tong Yiu On

 Company Secretary

 (Director, Secretary or other duly authorised officer)

Notes :

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

2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under rule 13.25A in relation to the securities issued, no further confirmation is required to be made in this return.

- *3. "Identical" means in this context:* 
  - the securities are of the same nominal value with the same amount called up or paid

up;

- they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
- they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
- 4. *If there is insufficient space, please append the prescribed continuation sheet.*