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中國海洋集團

**CHINA OCEAN GROUP
DEVELOPMENT LIMITED**

China Ocean Group Development Limited

中國海洋集團發展有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 8047)

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 5 MAY 2022

The Board is pleased to announce that the ordinary resolutions were duly passed by the Shareholders by way of poll at the SGM held on Thursday, 5 May 2022.

References are made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of the special general meeting (the “**SGM**”) of China Ocean Group Development Limited (the “**Company**”) dated 11 April 2022. Capitalised terms used in this announcement shall have the same meaning as those defined in the Circular unless defined otherwise.

RESULTS OF THE SPECIAL GENERAL MEETING

At the SGM, a poll was demanded by the chairman for voting on the proposed ordinary resolutions set out in the Notice contained in the Circular. The branch share registrar and transfer office of the Company in Hong Kong, Tricor Tengis Limited, was appointed as the scrutineers at the SGM for the purpose of vote-taking.

Pursuant to the GEM Listing Rules, any Shareholder that has a material interest in the transaction or arrangement should abstain from voting on the resolution approving the transaction or arrangement at the general meeting. Mr. Fan Guocheng and Ms. Wei Qing, being executive Directors, are interested in 800,000 and 68,124,000 Shares, respectively, (representing approximately 0.01% and 1.12% of the issued share capital of the Company respectively), and Mr. Cai Haiming, being a non-executive Director, is interested in 150,532,857 Shares. (representing approximately 2.47% of the issued share capital of the Company) Accordingly, each of Mr. Fan Guocheng, Ms. Wei Qing and Mr. Cai Haiming and their respective associates abstained from voting in favour of the resolutions approving the New General Mandate at the SGM.

As at the date of the SGM, the total number of issued Shares in the Company was 6,083,656,179 Shares. The total number of Shares held by the Independent Shareholders who were entitled to attend and vote for or against the resolution at the SGM was 5,864,199,322 Shares. There were no Shares entitling the holder thereof to attend and vote only against the resolution at the SGM.

The Company's executive Directors, Mr. Liu Rongsheng, Mr. Fan Guocheng and Ms. Wei Qing; non-executive Directors, Mr. Lui Chun Pong, Mr. Cai Haiming and Mr. Cai Haipeng; and independent non-executive Directors, Mr. Kam Hou Yin, John and Mr. Liu Qiang attended the SGM.

The Board is pleased to announce that the ordinary resolution set out in the notice of the SGM approving, inter alia, the refreshment of Existing General Mandate and the re-election of non-executive Director was duly passed by the Independent Shareholders by way of poll at the SGM. The poll results are set out below:–

ORDINARY RESOLUTIONS		NUMBER OF VOTES (APPROXIMATE %)	
		FOR	AGAINST
1	To approve the refreshment of the Existing General Mandate to issue, allot and otherwise deal with the Shares as defined in the circular of the Company dated 11 April 2022.	2,403,586,857 (100)%	0 (0)%
2	To add the number of Shares repurchased by the Company to the mandate granted to the directors of the Company under resolution no. 1.	2,403,586,857 (100)%	0 (0)%
3	To re-elect Mr. Cai Haipeng as a non-executive Director.	2,403,586,857 (100)%	0 (0)%

Note: The full text of the resolution is set out in the Notice.

As more than 50% of the votes were cast in favor of the resolutions, the resolutions were duly passed as ordinary resolution.

By order of the Board
China Ocean Group Development Limited
Liu Rongsheng
Executive Director and Chairman

Hong Kong, 5 May 2022

As at the date of this announcement, the executive Directors are Mr. Liu Rongsheng, Mr. Fan Guocheng and Ms. Wei Qing; non-executive Directors are Mr. Lui Chun Pong, Mr. Cai Haiming and Mr. Cai Haipeng; independent non-executive Directors are Mr. Kam Hou Yin, John, Mr. Li Cao and Mr. Liu Qiang.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its publication. This announcement will also be published on the Company’s website at <http://www.chinaoceangroup.com.hk>.