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**中國海洋捕撈**  
**CHINA OCEAN FISHING**  
HOLDINGS LIMITED

**China Ocean Fishing Holdings Limited**  
**中國海洋捕撈控股有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 8047)**

## **COMPLETION OF ISSUE OF NEW SHARES UNDER SPECIFIC MANDATE**

Reference is made to the announcement of China Ocean Fishing Holdings Limited (the “**Company**”) dated 6 March 2018 and 9 March 2018, and the circular of the Company dated 8 June 2018 (the “**Circular**”) in relation to the subscription for shares in the Company. Capitalised terms used herein shall have the same meanings as defined in the Circular.

## **COMPLETION OF THE ISSUE OF SHARES IN THE COMPANY**

The Board is pleased to announce that all of the conditions precedent under Subscription Agreement IV have been fulfilled. Completion of Subscription Agreement IV took place on 13 August 2018 and the Subscription Shares IV were issued to Subscriber IV.

The approval for the listing of, and permission to deal in, the Subscription Shares has been granted by the Listing Committee of the Stock Exchange.

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, Subscriber IV is independent of the Company and its connected persons (as defined in the Listing Rules).

The following table shows the shareholding structure: (i) as at the date of this announcement; (ii) immediately after the Completion; and (iii) immediately after Completion of the Subscription and the Acquisition assuming full conversion of Convertible Bond to Conversion shares (as defined in the circular of the Company dated 8 June 2018 in relation to the acquisition of 65% equity interests in Lianyungang Anni Ocean Fishing Co., Ltd. (the “Acquisition Circular”). Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as those defined in the Subscription Circular:

	As at the date hereof		Immediately after Completion		Immediately after Completion of the Subscription and assuming full conversion of Convertible Bond to Conversion shares (as defined in the Acquisition Circular)	
	No. of Shares	Approx.%	No. of Shares	Approx.%	No. of Shares	Approx.%
<b>Shareholders</b>						
Subscriber I	70,000,000	1.93	70,000,000	1.75	70,000,000	1.74
Subscriber II	80,000,000	2.20	80,000,000	2.01	80,000,000	1.99
Subscriber III	184,204,000	5.08	184,204,000	4.62	184,204,000	4.58
Subscriber IV	–	–	360,000,000	9.03	360,000,000	8.96
Vendor A	–	–	–	–	28,989,960	0.72
Vendor B	–	–	–	–	2,182,040	0.05
Mr. Liu Yi	724,292,000	19.97	724,292,000	18.16	724,292,000	18.02
COFCO Capital (Hong Kong) Co. Ltd.	416,666,666	11.48	416,666,666	10.45	416,666,666	10.37
Ms. Wei Qing ( <i>Note 1, 2</i> )	79,996,000	2.21	79,996,000	2.01	79,996,000	1.99
Mr. Fan Guocheng ( <i>Note 1</i> )	800,000	0.02	800,000	0.02	800,000	0.02
Public Shareholders	<u>2,071,663,513</u>	<u>57.11</u>	<u>2,071,663,513</u>	<u>51.95</u>	<u>2,071,663,513</u>	<u>51.56</u>
Total	<u>3,627,622,179</u>	<u>100.00</u>	<u>3,987,622,179</u>	<u>100.00</u>	<u>4,018,794,179</u>	<u>100.00</u>

Notes:

- 1) Ms. Wei Qing and Mr. Fan Guocheng are the executive Directors.
- 2) Ms. Wei Qing is beneficially interested in 70,000,000 Shares through Sunny Sky Capital Management Limited.
- 3) The percentage figures have been subject to rounding adjustments. Accordingly, the total of the percentage figures as presented may not be equal to the arithmetic sum of the individual items.

By Order of the Board  
**China Ocean Fishing Holdings Limited**  
**Liu Rongsheng**  
*Executive Director and Chairman*

Hong Kong, 13 August 2018

*As at the date of this announcement, the executive Directors are Mr. Liu Rongsheng, Mr. Fan Guocheng and Ms. Wei Qing, the non-executive Director is Mr. Yang Yong and independent non-executive Directors are Mr. Pang Pui Hung, Paton, Ms. Li Yuen Fong, Michelle and Mr. Lam Man Hing.*

*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.chinaoceanfishing.hk>.*