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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)**

**FURTHER INFORMATION IN RELATION TO THE  
PROPOSED ISSUE OF CONVERTIBLE BONDS UNDER SPECIFIC  
MANDATE**

Reference is made to the circular of China Ocean Fishing Holdings Limited (the “**Company**”) dated 5 September 2017 in relation to the proposed issuance of convertible bonds under specific mandate (the “**Circular**”), and the announcement of the Company dated 5 September 2017 in relation to the placing of new shares under general mandate. Capitalised terms used herein shall have the same meanings as defined in the Circular.

The Company would like to provide further information as to the shareholding structure of the Company (i) as at the date of this announcement; (ii) the effect on the shareholding structure immediately upon completion of the placing (the “**Placing**”) of the 483,480,000 new Shares (the “**Placing Shares**”) to any person or entity procured by the Kingston Securities Limited (the “**Placing Agent**”) to subscribe for the Placing Shares (the “**Placees**”) pursuant to the placing agreement entered into between the Company and the Placing Agent dated 5 September 2017 in relation to the Placing; and (iii) the effect on the shareholding structure immediately after the conversion of the Convertible Bonds to be issued after the Completion of the Subscription, but before the conversion of the Convertible Bonds to be issued under the Acquisition, will be as follows:

	As at the date hereof		Immediately after completion of the Placing (assuming all the Placing Shares are fully placed) (the “Completion”)		Immediately after the Completion and the conversion of the convertible bonds issued pursuant to the Subscription but before the conversion of the convertible bonds to be issued under the Acquisition	
	No. of Shares	Approx.%	No. of Shares	Approx.%	No. of Shares	Approx.%
Subscriber	–	–	–	–	416,666,667	12.56
Mr. Chen Liang	3,972,000	0.16	3,972,000	0.14	3,972,000	0.12
Mr. Liu Yi	573,944,000	23.74	573,944,000	19.78	573,944,000	17.30
<b>Public</b>						
The Placees	–	–	483,480,000	16.67	483,480,000	14.57
Other public						
Shareholders	<u>1,839,559,513</u>	<u>76.10</u>	<u>1,839,559,513</u>	<u>63.41</u>	<u>1,839,559,513</u>	<u>55.45</u>
Subtotal	<u>1,839,559,513</u>	<u>76.10</u>	<u>2,323,039,513</u>	<u>80.08</u>	<u>2,323,039,513</u>	<u>70.02</u>
Total	<u><u>2,417,475,513</u></u>	<u><u>100.00</u></u>	<u><u>2,900,955,513</u></u>	<u><u>100.00</u></u>	<u><u>3,317,622,180</u></u>	<u><u>100.00</u></u>

According to the latest management accounts of the Company, as at 31 July 2017, the cash and cash equivalent and the total asset of the Company were approximately HK\$31 million and approximately HK\$518 million respectively.

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

***Shareholders are advised to read this announcement in conjunction with the Circular.***

Hong Kong, 11 September 2017

*As at the date of this announcement, the executive Directors are Mr. Liu Rongsheng, Lord Cao Yunde, Mr. Fan Guocheng and Mr. Chen Liang and independent non-executive Directors are Mr. Pang Pui Hung, Paton, Ms. Li Yuen Fong, Michelle and Ms. Wei Qing.*

*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>.*