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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 30 MAY 2024

All the Applicable Proposed Resolutions as set out in the SGM Notice were duly passed by the Shareholders by way of poll at the SGM.

POLL RESULTS OF THE SGM

The board of directors (the “**Board**”) of China Ocean Group Development Limited (the “**Company**”) is pleased to announce that all the applicable proposed resolutions as set out in the notice of the special general meeting of the Company (the “**SGM**” and the “**Applicable Proposed Resolutions**”, respectively) dated 13 May 2024 (the “**SGM Notice**”) were duly passed by the holders of the Company’s ordinary shares of HK\$0.01 each (the “**Shares**” and the “**Shareholders**”, respectively) by way of poll at the SGM held on Thursday, 30 May 2024 (the “**SGM**”).

As at the date of the SGM, there were 7,083,656,179 issued Shares entitling the Shareholders to attend and vote on the resolutions at the SGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the SGM as set out in Rule 17.47A of the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (the “**GEM**” and the “**GEM Listing Rules**”, respectively).

None of the Shareholders are required under the GEM Listing Rules to abstain from voting on the resolutions at the SGM. None of the Shareholders have stated in the Company's circular dated 13 May 2024 in relation to the transactions contemplated under the SGM Notice (the “**Circular**”) their intention to vote against or to abstain from voting on any of the resolutions at the SGM.

Tricor Tengis Limited, the branch share registrar of the Company in Hong Kong acted as the scrutineer for the vote-taking at the SGM.

The poll results in respect of all the resolutions put to vote at the SGM are set out as follows:

| ORDINARY RESOLUTION | | Number of Votes | |
|---------------------|--|-----------------------|---------|
| | | For | Against |
| 1 | To consider and adopt the audited consolidated financial statements of the Company and the reports of the directors (the “ Directors ”) and independent auditor (the “ Independent Auditor ”) of the Company for the year ended 31 March 2022; | 2,015,820,000 100% | 0 0% |
| SPECIAL RESOLUTION | | | |
| 2 | To approve the proposed amendments to the bye-laws of the Company | 2,015,820,000 100% | 0 0% |

* *For the full text of the Applicable Proposed Resolutions, please refer to the SGM Notice as contained in the Circular.*

Notes:

1. *The number of votes and approximate percentage of voting as stated above are based on the total number of issued Shares held by the Shareholders who attended and voted at the SGM in person, by authorised representative or by proxy.*

As more than 50% of the votes were cast in favour of the above ordinary resolution at the SGM, the above ordinary resolution was duly passed by the Shareholders as ordinary resolution of the Company.

As not less than 75% of the votes were cast in favour of resolution numbered 2 proposed at the SGM, resolution numbered 2 was duly passed by the Shareholders as a special resolution of the Company.

The Directors, Mr. Liu Rongsheng, Mr. Cai Haiming, Mr. Cai Haipeng, Mr. Fan Guocheng, Mr. Lui Chun Pong, Mr. Chen Jiachang, Mr. Kam Hou Yin, John and Mr. Li Cao attended the SGM in person or by electronic means. Two directors Mr. Chen Shenxiu and Mr. Yang Ying did not attend due to their business commitment.

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

Hong Kong, 30 May 2024

As at the date of this announcement, the executive Directors are Mr. Liu Rongsheng, Mr. Cai Haiming, Mr. Cai Haipeng and Mr. Fan Guocheng; the non-executive Directors are Mr. Lui Chun Pong and Mr. Chen Jianchang; independent non-executive Directors are Mr. Kam Hou Yin, John, Mr. Li Cao, Mr. Chen Shenxiu and Mr. Yang Ying.

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>.