

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**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)**

**POLL RESULTS OF THE SPECIAL GENERAL MEETING  
HELD ON 27 JUNE 2018 IN RELATION TO THE  
PROPOSED ISSUE OF NEW SHARES UNDER SPECIFIC MANDATE**

The resolution as set out in the SGM Notice was duly passed by the Shareholders by way of poll at the SGM.

The board of directors (the “Directors” and the “Board” respectively) of China Ocean Fishing Holdings Limited (the “Company”) is pleased to announce that all the ordinary resolutions as set out in the notice of the special general meeting of the Company (the “SGM”) dated 8 June 2018 in relation to the proposed issue of new shares under specific mandate (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 27 June 2018.

As at the date of the SGM, there were 3,317,622,179 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 Growth Enterprise Market 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 8 June 2018 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:

<b>ORDINARY RESOLUTION</b>		<b>Number of Votes</b>	
		<b>For</b>	<b>Against</b>
1	(a) To approve the Subscription Agreement I (as referred in resolution numbered 1. (a) in the Notice);	1,797,319,358 (99.99%)	5,080 (0.01%)
	(b) To approve the Specific Mandate (as referred in resolution numbered 1. (b) in the Notice);	1,797,319,358 (99.99%)	5,080 (0.01%)
	(c) To authorise the Directors to do all such acts to give effect, determine, revise, supplement or complete any matters in connection with the Subscription Agreement I; (as referred in resolution numbered 1. (c) in the Notice);	1,797,319,358 (99.99%)	5,080 (0.01%)
2	(a) To approve the Subscription Agreement II (as referred in resolution numbered 2. (a) in the Notice);	1,797,319,358 (99.99%)	5,080 (0.01%)
	(b) To approve the Specific Mandate (as referred in resolution numbered 2. (b) in the Notice);	1,797,319,358 (99.99%)	5,080 (0.01%)
	(c) To authorise the Directors to do all such acts to give effect, determine, revise, supplement or complete any matters in connection with the Subscription Agreement II; (as referred in resolution numbered 2. (c) in the Notice);	1,797,319,358 (99.99%)	5,080 (0.01%)
3	(a) To approve the Subscription Agreement III (as referred in resolution numbered 3. (a) in the Notice);	1,797,319,358 (99.99%)	5,080 (0.01%)
	(b) To approve the Specific Mandate (as referred in resolution numbered 3. (b) in the Notice);	1,797,319,358 (99.99%)	5,080 (0.01%)
	(c) To authorise the Directors to do all such acts to give effect, determine, revise, supplement or complete any matters in connection with the Subscription Agreement III; (as referred in resolution numbered 3. (c) in the Notice);	1,797,319,358 (99.99%)	5,080 (0.01%)

ORDINARY RESOLUTION		Number of Votes	
		For	Against
4	(a) To approve the Subscription Agreement IV (as referred in resolution numbered 4. (a) in the Notice);	1,797,191,338 (99.99%)	133,080 (0.01%)
	(b) To approve the Specific Mandate (as referred in resolution numbered 4. (b) in the Notice); and	1,797,191,338 (99.99%)	133,080 (0.01%)
	(c) To authorise the Directors to do all such acts to give effect, determine, revise, supplement or complete any matters in connection	1,797,191,338 (99.99%)	133,080 (0.01%)

*Note: 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 ordinary resolutions, the ordinary resolutions were duly passed at the SGM.

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

Hong Kong, 27 June 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. Zhu Yifeng.*

*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>.*