China Direct Investments, Inc.
Form 4
January 29, 2013

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
CD INTERNATIONAL ENTERPRISES, INC.

(Last) (First) (Middle)

431 FAIRWAY DRIVE, SUITE 200

(Street)

DEERFIELD BEACH, FL 33441

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
China Logistics Group Inc [CHLO]

3. Date of Earliest Transaction (Month/Day/Year)
03/27/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director __X__ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
_X_ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/27/2008		J(1)		4,104,918	A	$ 0.84	4,417,418 (2)	I	See Exhibit 99.1
Common Stock	04/16/2010		J(1)		800,000	A	$ 0.009	5,217,418	I	See Exhibit 99.1
Common Stock	11/22/2010		S		10,000	D	$ 0.15	5,207,418	I	See Exhibit 99.1
Common Stock	02/18/2011		S		175,000	D	$ 0.15	5,032,418	I	See Exhibit 99.1

Common Stock	03/01/2011		S	210,082	D	$ 0.15	4,822,336	I	See Exhibit 99.1
Common Stock	01/09/2013		S	200,000	D	$ 0.065	4,622,336	I	See Exhibit 99.1
Common Stock	01/10/2013		S	60,000	D	$ 0.0751	4,562,336	I	See Exhibit 99.1
Common Stock	01/10/2013		S	155,082	D	$ 0.0561	4,407,254	I	See Exhibit 99.1
Common Stock	01/15/2013		S	384,918	D	$ 0.06	4,022,336	I	See Exhibit 99.1

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Series B Convertible Preferred Stock	(4)	01/16/2013		J(3)		450,000 (3)		(3)	(5)	Common Stock	4,500
Class A Warrants (right to buy)	$ 0.2	04/18/2008		J		200,000		(6)	04/13/2013	Common Stock	200,

Reporting Owners

Reporting Owner Name / Address	Relationships

	Director	10% Owner	Officer	Other
CD INTERNATIONAL ENTERPRISES, INC. 431 FAIRWAY DRIVE SUITE 200 DEERFIELD BEACH, FL 33441		X		
China Direct Investments, Inc. 431 FAIRWAY DRIVE, SUITE 200 DEERFIELD BEACH, FL 33441		X		
Capital One Resource Co., Ltd. ROOM 804, SINO CENTRE, 582-592 NATHAN RD HONG KONG, K3 852		X		

Signatures

/s/ Yuejian (James) Wang (See signatures of other Reporting	01/29/2013
**Signature of Reporting Person	Date

Explanation of Responses:

***** If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

****** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Shares received by Reporting Person as compensation from the Issuer.

(2) Amounts do not give effect to a 1 for 40 reverse stock split of the Issuer's common stock effective on March 11, 2008 (the "Reverse Stock Split"). All subsequent share amounts give effect to the Reverse Stock Split.

(3) On January 16, 2013, Capital One Resources Co., Ltd. is no longer a 10% owner of the Issuer as a result of a January 16, 2013 amendment to the Issuer's Series B convertible preferred stock which limits Capital One's right to convert the Series B Convertible Stock if such conversion would result in beneficial ownership by Capital One and its affiliates of more than 9.99% of the outstanding shares of the Issuer's common stock (after taking into account the shares to be issued to Capital One upon such conversion). Consequently, as of January 16, 2013, 4,500,000 shares of the Issuer's common stock have been excluded from the calculation of beneficial ownership of the Reporting Person's ownership of the Company.

(4) Each share of the Series B Convertible Preferred Stock converts into 10 share of Common Stock.

(5) None

(6) Immediate

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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