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**VITOP BIOENERGY HOLDINGS LIMITED**

**(天年生物控股有限公司)\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1178)**

## **COMPLETION OF SECOND TRANCHE SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE**

Reference is made to the announcement of Vitop Bioenergy Holdings Limited (the “**Company**”) dated 10 July 2015 and 16 July 2015 (the “**Announcements**”) in respect of the Subscription of new Shares under General Mandate. Unless otherwise stated, terms used in this announcement shall have the same meanings as those defined in the Announcements.

### **COMPLETION OF THE SECOND TRANCHE SUBSCRIPTION**

The Board is pleased to announce that the completion of the second tranche of the Subscription for an aggregate of 50,000,000 Subscription Shares (the “**Second Tranche Subscription**”) under the Subscription Agreement took place on 29 July 2015. The Second Tranche Subscription were allotted and issued to the Subscriber at the Subscription Price of HK\$0.15 per Subscription Share.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, the Subscriber and its ultimate beneficial owner(s) are Independent Third Parties.

## EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company (i) immediately before completion of the Second Tranche Subscription; and (ii) immediately after completion of the Second Tranche Subscription are as follow:

	Immediately before completion of the Second Tranche Subscription		Immediately after completion of the Second Tranche Subscription	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Mr. Han Qingyun (Note )	27,234,246	1.04	27,234,246	1.02
The Subscriber	90,000,000	3.45	140,000,000	5.27
Public Shareholders	2,490,377,676	95.51	2,490,377,676	93.71
<b>Total</b>	<b>2,607,611,922</b>	<b>100.00</b>	<b>2,657,611,922</b>	<b>100.00</b>
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Note: Mr. Han Qingyun is an executive Director.

By Order of the Board  
**Vitop Bioenergy Holdings Limited**  
 Chan Shun Yee  
*Executive Director*

Hong Kong, 29 July 2015

*As at the date of this announcement, the Board of Directors of the Company comprises Mr. Han Qingyun as chairman; Mr. Zhang Wen, Mr. Liu Min, Mr. Chan Shun Yee and Mr. Xu Zhifeng as executive directors; and Mr. Wong Tat Yan Paul, Mr. Su Rujia and Mr. Li Xinzhong as independent non-executive directors.*

*\* for identification purpose only*