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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)

PROPOSED TERMINATION OF DISCLOSEABLE TRANSACTION

The Board would like to announce that the Company and the Vendor are in the progress of finalizing the termination agreement for terminating the Agreement in relation to the Acquisition.

Reference is made to the announcement issued by the Company on 13 March 2008 in relation to the acquisition of 18% shareholding in the Target Company, the circular dated 1 April 2008 (the “**Circular**”) and the announcements related to delays in completion of the Acquisition dated 18 September 2008, 16 January 2009, 5 June 2009 and 2 December 2009. Terms defined in the Circular shall have the same meanings when used herein, unless the context otherwise requires.

As the Company and the Vendor are unable to resolve the differences between them on the future business plans of the Target Company, they are in the progress of finalizing the termination agreement for terminating the Agreement in relation to the Acquisition.

Upon signing of the aforesaid termination agreement, the Company will issue a further announcement as and when necessary to comply with the disclosure requirements under Rule 14.36 of the Listing Rules.

By order of the Board of
VITOP BIOENERGY HOLDINGS LIMITED
Han Qingyun
Chairman

Hong Kong, 27 July 2010

As at the date of this announcement, the board of directors of the Company comprises Mr. Han Qingyun as chairman; Dr. Han Xiaoyue as joint chairman; Dr. Chen Henglong, Mr. Xu Nian Chun, Ms. Guo Yan Ni and Mr. Long Minfei as executive directors; Mr. Chan Yuk Tong as non-executive director; and Ms. Zhu Jing Hau, Mr. Zhang Wen and Mr. Li Xinzhong as independent non-executive directors.

** For identification purpose only.*