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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 PLACING OF NEW SHARES UNDER GENERAL MANDATE

The Board is pleased to announce that the Placing was completed on 30 April 2014 in accordance with the Placing Agreement. An aggregate of 278,000,000 Placing Shares have been successfully placed to Super Express Limited. Super Express Limited will become a substantial shareholder (as defined under the Listing Rules) of the Company as a result of the Placing.

Reference is made to the announcement of Vitop Bioenergy Holdings Limited (the “**Company**”) dated 22 April 2014 (the “**Announcement**”) in connection with the Placing Agreement and the Placing. Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Board is pleased to announce that the Placing was completed on 30 April 2014 in accordance with the Placing Agreement. An aggregate of 278,000,000 Placing Shares have been successfully placed to Super Express Limited at the Placing Price of HK\$0.1121 per Placing Share. Super Express Limited and its ultimate beneficial owner were third parties independent of and not connected with the Company or any of its connected persons or their respective associates, prior to the completion of Placing. Super Express Limited has become a substantial shareholder (as defined under the Listing Rules) of the Company as a result of the Placing.

* *For identification purpose only*

EFFECTS ON SHAREHOLDING STRUCTURE

The table below sets out the changes to the shareholding structure of the Company as a result of the completion of the Placing:

Shareholders	Immediately before completion of the Placing		Immediately after completion of the Placing	
	Number of Shares	Approximate %	Number of Shares	Approximate %
Wide Cosmos International Holding Company Limited (Note 1)	181,843,836	13.08	181,843,836	10.90
Beijing Securities Limited (Note 2)	104,760,925	7.53	104,760,925	6.28
Super Express Limited (Note 3)	–	–	278,000,000	16.66
Others	<u>1,103,803,187</u>	<u>79.39</u>	<u>1,103,803,187</u>	<u>66.16</u>
Total	<u><u>1,390,407,948</u></u>	<u><u>100.00</u></u>	<u><u>1,668,407,948</u></u>	<u><u>100.00</u></u>

Notes:

1. Wide Cosmos International Holding Company Limited is beneficially owned by Mr. Han Qingyun, the chairman of the Company as at the date of this announcement.
2. The 104,760,925 shares are held by Beijing Securities Limited, which is a wholly-owned subsidiary of Premium Castle Limited. The issued share capital of Premium Castle Limited is held as to 39.00% by Suen Cho Hung, Paul and as to 36.28% by Lo Ming Chi, Charles as at the date of this announcement.
3. Super Express Limited and its ultimate beneficial owner were independent third parties who were not connected with the Company or any of its connected persons or their respective associates, prior to the completion of Placing.

By order of the Board
Vitop Bioenergy Holdings Limited
Zhang Wen
Executive Director

Hong Kong, 30 April 2014

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; Mr. Zhang Wen, Mr. Xu Nianchun, Ms. Guo Yanni and Mr. Long Mingfei as executive directors; and Ms. Zhu Jinghua, Mr. Deng Zhiqiang and Mr. Li Xinzhong as independent non-executive directors.