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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)

**RE-DESIGNATION OF DIRECTOR; AND
APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND
MEMBER OF THE COMMITTEES OF THE BOARD**

The Board announces that Mr. Zhang Wen, currently an independent non-executive director, has been re-designated as an executive director of the Company with effect from 1 January 2014. Following the re-designation of Mr. Zhang from an independent non-executive director to an executive director on 1 January 2014, Mr. Zhang will cease to be a member of the Audit Committee and the Remuneration Committee of the Board.

The Board further announces that Mr. Deng Zhiqiang has been appointed as an independent non-executive director of the Company with effect from 1 January 2014. Mr. Deng has also been appointed as a member of the Audit Committee and the Remuneration Committee respectively with effect from 1 January 2014.

RE-DESIGNATION OF DIRECTOR

The board of directors (the “**Board**”) of Vitop Bioenergy Holdings Limited (the “**Company**”) announces that Mr. Zhang Wen (“**Mr. Zhang**”), currently an independent non-executive director, has been re-designated as an executive director of the Company with effect from 1 January 2014.

Mr. Zhang, aged 45, has been appointed as an independent non-executive director of the Company since April 2008. Mr. Zhang graduated from the University of Hong Kong with a master of business and administration and from the postgraduate class of the postgraduate department of the Shenzhen University. From 2006 till now, he has been the deputy general manager of New Smart Energy Group Limited. Previous to this, he was the deputy president of China Natural Oil And Gas Co., Ltd. and the managing director of Poliwell International Limited for years and accumulated substantial experience in corporate management.

* *For identification purpose only.*

There is no service contract between Mr. Zhang and the Company. Mr. Zhang has not been appointed for any fixed term but will be subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Company's Articles of Association. Currently, Mr. Zhang's emolument for acting as an executive director of the Company has not been determined. Should there be any contract made between Mr. Zhang and the Company in relation to his emoluments for acting as an executive director in the future, further disclosure will be made accordingly.

Save as aforementioned, Mr. Zhang does not hold any other positions in the Company or any of its subsidiaries as at the date hereof, nor did he hold any directorship in any listed companies in the last three years. He does not have any relationships with any other directors, senior management, substantial shareholders, or controlling shareholders of the Company. As at the date hereof, Mr. Zhang does not have any interest in the shares of the Company (within the meaning of Part XV of the Securities and Futures Ordinance).

Save as disclosed above, Mr. Zhang has confirmed that there is no other information that is required to be disclosed in accordance with Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and there is no other matter relating to his appointment that needs to be brought to the attention of the shareholders of the Company.

Following the re-designation of Mr. Zhang from an independent non-executive director to an executive director on 1 January 2014, Mr. Zhang will cease to be a member of the Audit Committee and the Remuneration Committee of the Board.

The Board wishes to express its gratitude to Mr. Zhang for his invaluable contribution to the Company during the tenure of his office as independent non-executive director.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF THE COMMITTEES OF THE BOARD

The Board announces that with effect from 1 January 2014, Mr. Deng Zhiqiang (“**Mr. Deng**”) has been appointed as an independent non-executive director of the Company and a member of the Audit Committee and the Remuneration Committee respectively.

Mr. Deng, aged 55, graduated from Jinan University majoring in accountancy. In 1992, he obtained the professional qualification as auditor. Since 2006, he has been the chairman of the board of an estate investment company in the People's Republic of China. Mr. Deng has extensive experience in financial management and auditing. He also has rich and valuable experience in the operation and management of the real estate industry.

There is no service contract between Mr. Deng and the Company. Mr. Deng has not been appointed for any fixed term but will be subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Company's Articles of Association. Currently, Mr. Deng's emolument for acting as an independent non-executive director of the Company has not been determined. Should there be any contract made between Mr. Deng and the Company in relation to his emoluments for acting as an independent non-executive director in the future, further disclosure will be made accordingly.

Save as aforementioned, Mr. Deng does not hold any other positions in the Company or any of its subsidiaries as at the date hereof, nor did he hold any directorship in any listed companies in the last three years. He does not have any relationships with any other directors, senior management, substantial shareholders, or controlling shareholders of the Company. As at the date hereof, Mr. Deng does not have any interest in the shares of the Company (within the meaning of Part XV of the Securities and Futures Ordinance).

Save as disclosed above, Mr. Deng has confirmed that there is no other information that is required to be disclosed in accordance with Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and there is no other matter relating to his appointment that needs to be brought to the attention of the shareholders of the Company.

The Board would like to welcome Mr. Deng for joining the Board.

By Order of the Board
Vitop Bioenergy Holdings Limited
Han Xiaoyue
Joint Chairman

Hong Kong, 31 December 2013

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. Xu Nianchun, Ms. Guo Yanni and Mr. Long Minfei as executive directors; and Ms. Zhu Jing Hua, Mr. Zhang Wen and Mr. Li Xinzhong as independent non-executive directors.