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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)**

**RESIGNATION OF EXECUTIVE DIRECTOR  
AND  
APPOINTMENT OF EXECUTIVE DIRECTOR AND  
INDEPENDENT NON-EXECUTIVE DIRECTOR**

**RESIGNATION OF EXECUTIVE DIRECTOR**

The Board of Directors (the “**Board**”) of Vitop Bioenergy Holdings Limited (the “**Company**”) announces that the resignation of Ms. Guo Yanni (“**Ms. Guo**”) as an executive director of the Company with effect from 14 May 2015 due to her personal business development.

Ms. Guo has confirmed that she has no disagreement with the Board and there is no matter relating to her resignation that needs to be brought to the attention of the shareholders of the Company.

The Board would like to show its gratitude to Ms. Guo for her contributions to the Company during her tenure of office.

**APPOINTMENT OF EXECUTIVE DIRECTOR AND INDEPENDENT  
NON-EXECUTIVE DIRECTOR**

The Board announces that Mr. Xu Zhifeng (“**Mr. Xu**”) has been appointed as an executive director and Mr. Wong Tat Yan Paul (“**Mr. Wong**”) has been appointed as an independent non-executive director, a member of the audit committee and a member of the remuneration committee of the Company with effect from 14 May 2015. Mr. Xu and Mr. Wong have not entered into any director service contracts with the Company and shall retire and be subject to re-election in the forthcoming annual general meeting. The annual emoluments payable to Mr. Xu and Mr. Wong are HK\$480,000 and HK\$144,000 respectively subject to annual adjustment to be determined by the Board of the Company with recommendation from the remuneration committee of the Board by reference to the performance of the Company and Mr. Xu and Mr. Wong.

**Mr. Xu Zhifeng**, aged 52, graduated from Jinan University. He has over 30 years of experience in production management, especially rich in practical experience in terms of internal management, risk control, integration between corporates and restructuring.

Save as disclosed above, Mr. Xu has not held any other directorships in public companies listed in Hong Kong or any other major exchanges in the last three years preceding the date of this announcement. In addition, Mr. Xu does not hold any other position with the Company or other members of the Group.

As at the date of this announcement, Mr. Xu does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Xu has no relationships with any directors, senior management or substantial or controlling shareholder of the Company. Save as disclosed above, Mr. Xu has confirmed that there is no information required to be disclosed pursuant to any of the requirements of Rule 13.51 (2)(h) to (v) of the Listing Rules and no matter needs to be brought to the attention of the shareholders of the Company.

**Wong Tat Yan Paul**, aged 45, obtained a bachelor's degree in commerce from James Cook University of North Queensland in Australia in 1993 and a master's degree in business administration from the University of Queensland in Australia in 2004. Mr. Wong is a practising certified public accountant in Hong Kong, a fellow member of the Hong Kong Institute of Certified Public Accountants, a fellow member of the Taxation Institute of Hong Kong and a fellow member of the Taxation Institute of Australia. He has over 20 years of experience in auditing, accounting and taxation gained by taking up various positions in a number of accounting firms in Hong Kong and is currently the proprietor of Paul Wong & Co. CPAs, a certified public accountants firm in Hong Kong. Mr. Wong currently also serves as an independent non-executive director of South West Eco Development Limited (stock code : 1908) which is listed on the main board of the Stock Exchange.

Save as disclosed above, Mr. Wong has not held any other directorships in public companies listed in Hong Kong or any other major exchanges in the last three years preceding the date of this announcement. In addition, Mr. Wong does not hold any other position with the Company or other members of the Group.

As at the date of this announcement, Mr. Wong does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Wong has no relationships with any directors, senior management or substantial or controlling shareholder of the Company. Save as disclosed above, Mr. Wong has confirmed that there is no information required to be disclosed pursuant to any of the requirements of Rule 13.51 (2)(h) to (v) of the Listing Rules and no matter needs to be brought to the attention of the shareholders of the Company.

The Board takes this opportunity to welcome Mr. Xu and Mr. Wong.

By Order of the Board  
**Vitop Bioenergy Holdings Limited**  
Zhang Wen  
Executive director

Hong Kong, 14 May 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 Ms. Zhu Jinghua, Mr. Wong Tat Yan Paul, Mr. Deng Zhiqiang and Mr. Li Xinzhong as independent non-executive directors.

\* For identification purpose only.