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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 INDEPENDENT NON-EXECUTIVE DIRECTORS**

**AND**

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

**RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS**

The Board of Directors (the “**Board**”) of Vitop Bioenergy Holdings Limited (the “**Company**”) announces that the resignation of Ms. Zhu Jinghua (“**Ms. Zhu**”) as an independent non-executive director, the chairman of the audit committee and the chairman of the remuneration committee and Mr. Deng Zhiqiang (“**Mr. Deng**”) as an independent non-executive director, a member of the audit committee and a member of the remuneration committee of the Company respectively with effect from 23 July 2015 due to their personal business development.

Ms. Zhu and Mr. Deng have confirmed that they have no disagreement with the Board and there is no matter relating to their 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. Zhu and Mr. Deng for their contributions to the Company during their tenure of office.

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

The Board announces that Mr. Su Rujia (“**Mr. Su**”) 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 23 July 2015. Mr. Su has not entered into any director service contract with the Company and shall retire and be subject to re-election in the forthcoming annual general meeting. The annual emoluments payable to Mr. Su is HK\$144,000 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. Su.

**Mr. Su Rujia**, aged 65, holds a Master in Business Administration degree from International East-West University of America (美國國際東西方大學). He had been appointed as a Committee Member of The Communist Party of Committee of Shenzhen (中共深圳市委委員), a Committee Member of Political of Association Shenzhen Committee (政協深圳市委員會常委) and a Deputy Director of Main Branch of Economic Technology Committee (經濟科技委員會正局級副主任). He has extensive managerial experience in government and enterprises. Mr. Su currently serves as an independent non-executive director of Applied Development Holdings Limited (stock code: 519) which is listed on the main board of the Stock Exchange.

Save as disclosed above, Mr. Su 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. Su does not hold any other position with the Company or other members of the Group.

As at the date of this announcement, Mr. Su does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Su has no relationships with any directors, senior management or substantial or controlling shareholder of the Company. Save as disclosed above, Mr. Su 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. Su.

#### **APPOINTMENT OF CHAIRMAN OF AUDIT COMMITTEE AND REMUNERATION COMMITTEE**

The Board announces that Mr. Wong Tat Yan Paul was appointed as the Chairman of Audit Committee and Remuneration Committee respectively with effect from 23 July 2015.

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

Hong Kong, 23 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 Xinzong as independent non-executive directors.

\* For identification purpose only.