

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

*This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities of the Company.*



**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 FOURTH TRANCHE SUBSCRIPTION OF NEW SHARES UNDER GENERAL MANDATE**

Reference is made to the announcements of Vitop Bioenergy Holdings Limited (the “**Company**”) dated 10 July 2015, 16 July 2015, 29 July 2015 and 31 July 2015 (the “**Announcements**”) in respect of the Subscription of new Shares under General Mandate. Unless otherwise stated, terms used in this announcement shall have the same meanings as those defined in the Announcements.

### **COMPLETION OF THE FOURTH TRANCHE SUBSCRIPTION**

The Board is pleased to announce that the completion of the fourth tranche of the Subscription for an aggregate of 108,680,000 Subscription Shares (the “**Fourth Tranche Subscription**”) under the Subscription Agreement took place on 5 August 2015. The Fourth Tranche Subscription were allotted and issued to the Subscriber at the Subscription Price of HK\$0.15 per Subscription Share.

As at the date of this announcement, all Subscription Shares were allotted and issued under the General Mandate.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, the Subscriber and its ultimate beneficial owner(s) are Independent Third Parties prior to completion of the Fourth Tranche Subscription. Immediately after completion of the Fourth Tranche Subscription, the Subscriber has become a substantial shareholder (as defined under the Listing Rules) of the Company.

## EFFECTS ON SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company (i) immediately before completion of the Fourth Tranche Subscription; and (ii) immediately after completion of the Fourth Tranche Subscription are as follow:

	Immediately before completion of the Fourth Tranche Subscription		Immediately after completion of the Fourth Tranche Subscription	
	<i>Number of Shares</i>	<i>Approximate %</i>	<i>Number of Shares</i>	<i>Approximate %</i>
Mr. Han Qingyun <i>(Note)</i>	27,234,246	1.00	27,234,246	0.96
The Subscriber	210,000,000	7.70	318,680,000	11.24
Public Shareholders	2,490,377,676	91.30	2,490,377,676	87.80
<b>Total</b>	<b>2,727,611,922</b>	<b>100.00</b>	<b>2,836,291,922</b>	<b>100.00</b>
	=====	=====	=====	=====

*Note: Mr. Han Qingyun is an executive Director.*

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

Hong Kong, 5 August 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 Xinzhong as independent non-executive directors.*

*\* for identification purpose only*