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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)**

### **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 15 DECEMBER 2015**

The Board is pleased to announce that, at the EGM held on 15 December 2015, the resolutions relating to the Placing and the Subscription were duly passed by way of poll.

Reference is made to the circular (the “**Circular**”) and the notice of extraordinary general meeting (the “**Notice**”) of Vitop Bioenergy Holdings Limited (the “**Company**”) to its shareholders both dated 26 November 2015 in relation to, among other things, the Placing and the Subscription. Unless otherwise defined herein, terms used in this announcement shall have the same meaning as those defined in the Circular.

#### **POLL RESULTS OF THE EGM**

The Board is pleased to announce that at the EGM held on 15 December 2015, the ordinary resolutions as set out in the Notice were duly passed by the Shareholders by way of poll.

The total number of Shares entitling the Shareholders to attend and vote for or against the resolutions at the EGM was 2,836,291,922 (representing 100% of the total issued Share capital of the Company as at the date of the EGM). No Shareholder was entitled to attend and vote only against the resolutions at the EGM. None of the Shareholders was required to abstain from voting on the resolutions at the EGM.

\* *For identification purposes only*

The Company's share registrar in Hong Kong, Union Registrars Limited, was appointed as the scrutineer at the EGM for the purpose of the vote-taking. The poll results of the EGM are set out as follows:

Ordinary resolutions ( <i>Note</i> )		Number of votes cast (approximate % of votes cast)		Total number of Shares voted
		For	Against	
1.	<p>(a) To approve, confirm and ratify the Placing Agreement dated 4 November 2015 and the transactions contemplated thereunder;</p> <p>(b) To authorise any one Director to do such acts and things and take such steps he/she may consider necessary to give effect to or in connection with the Placing Agreement or any transactions contemplated thereunder; and</p> <p>(c) To grant a specific mandate to the Directors to allot and issue shares in accordance with the terms and conditions of the Placing Agreement.</p>	571,809,637 (100%)	0 (0%)	571,809,637
2.	<p>(a) To approve, confirm and ratify the Subscription Agreement dated 4 November 2015 and the transactions contemplated thereunder;</p> <p>(b) To authorise any one Director to do such acts and things and take such steps he/she may consider necessary to give effect to or in connection with the Subscription Agreement or any transactions contemplated thereunder; and</p> <p>(c) To grant a specific mandate to the Directors to allot and issue shares in accordance with the terms and conditions of the Subscription Agreement.</p>	571,809,637 (100%)	0 (0%)	571,809,637

*Note:* The above description of the ordinary resolutions is by way of summary only. Full text of the ordinary resolutions is set out in the Notice.

As more than 50% of the votes were cast in favour of each of the above resolutions, all of them were duly passed by the Shareholders as ordinary resolutions of the Company.

By order of the Board  
**Vitop Bioenergy Holdings Limited**  
**Xu Zhifeng**  
*Executive Director*

Hong Kong, 15 December 2015

*As at the date of this announcement, the board of Directors comprises Mr. Xu Zhifeng, Mr. Liu Min and Mr. Chan Shun Yee as executive Directors; and Mr. Su Rujia (Chairman), Mr. Wong Tat Yan Paul and Ms. Zhu Yanzhou as independent non-executive Directors.*