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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 ANNUAL GENERAL MEETING
HELD ON 31 DECEMBER 2015**

The Board is pleased to announce that all the resolutions proposed were duly passed by way of poll at the AGM held on 31 December 2015.

Reference is made to the circular (the “**Circular**”) of Vitop Bioenergy Holdings Limited (the “**Company**”) dated 27 November 2015 in relation to, amongst others, proposed re-election of directors, proposed granting of general mandates to issue new shares and repurchase by the Company of its own shares, proposed refreshment of the limit on the grant of options under the Share Option Scheme, and notice of AGM. Capitalized terms used herein shall have the same meaning as those defined in the Circular unless the context requires otherwise.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that all the resolutions proposed were duly passed by way of poll at the annual general meeting of the Company held on 31 December 2015 (the “**AGM**”).

* For identification purposes only

POLL RESULTS OF THE AGM

The full text of all the resolutions is set out in the Notice of AGM dated 27 November 2015.

The poll results in respect of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		No. of Votes (%)	
		For	Against
1	To receive and consider the audited consolidated financial statements together with the reports of the Directors and auditor of the Company for the year ended 30 June 2015.	472,518,445 (100%)	0 (0%)
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed.			
2	(i) To re-elect the following Directors		
	(a) Mr. Liu Min as an Executive Director	472,518,445 (100%)	0 (0%)
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed.			
	(b) Mr. Chan Shun Yee as an Executive Director	472,518,445 (100%)	0 (0%)
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed.			
	(c) Mr. Xu Zhifeng as an Executive Director	472,518,445 (100%)	0 (0%)
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed.			
	(d) Mr. Wong Tat Yan Paul as an Independent Non-Executive Director	472,518,445 (100%)	0 (0%)
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed.			
	(e) Mr. Su Rujia as an Independent Non-Executive Director	472,518,445 (100%)	0 (0%)
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed.			
	(f) Ms. Zhu Yanzhou as an Independent Non-Executive Director	472,518,445 (100%)	0 (0%)
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed.			
	(ii) To authorise the Board of Directors to fix the Directors' remuneration	472,518,445 (100%)	0 (0%)
As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed.			

Ordinary Resolutions		No. of Votes (%)	
		For	Against
3	To re-appoint Elite Partners CPA Limited as the Company's auditor and to authorise the Board of Directors to fix its remuneration.	472,518,445 (100%)	0 (0%)
	As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed.		
4	To grant a general mandate to the Directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total nominal amount of the issued share capital of the Company as at date of passing of this resolution.	472,518,445 (100%)	0 (0%)
	As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed.		
5	To grant a general mandate to the Directors to repurchase the Company's shares not exceeding 10% of the total nominal amount of the issued share capital of the Company as at the date of passing of this resolution.	472,518,445 (100%)	0 (0%)
	As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed.		
6	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the capital of the Company by the number of shares repurchased by the Company pursuant to the general mandate as referred to in resolution no. 5.	472,518,445 (100%)	0 (0%)
	As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed.		
7	To approve the refreshment of the limit on the grant of options under the Share Option Scheme.	472,518,445 (100%)	0 (0%)
	As more than 50% of the votes were cast in favor of the resolution, the resolution was duly passed.		

As at the date of the AGM, the issued share capital of the Company was 2,836,291,922 shares, which was the total number of shares entitling the holders to attend and vote for or against all the resolutions proposed at the AGM. None of the shareholders of the Company has stated his intention in the Circular to vote against any of the resolutions at the AGM. None of the shareholders of the Company is required to abstain from voting on any of the resolutions at the AGM.

Union Registrars Limited, the Company's Branch Share Registrar in Hong Kong, acted as the scrutineer for the vote-taking at the AGM.

By Order of the Board
Vitop Bioenergy Holdings Limited
Xu Zhifeng
Executive director

Hong Kong, 31 December 2015

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Xu Zhifeng, Mr. Chan Shun Yee, Mr. Liu Min as executive directors; Mr. Chau Yu-Lung Jimmy as non-executive director; and Mr. Su Rujia, Mr. Wong Tat Yan Paul and Ms. Zhu Yanzhou as independent non-executive directors.