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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)

EXTENSION OF SUBSCRIPTION LONG STOP DATE OF SUBSCRIPTION OF NEW SHARES UNDER SPECIFIC MANDATE

Reference is made to the announcement of Vitop Bioenergy Holdings Limited (the “**Company**”) dated 4 November 2015 and the circular of the Company dated 26 November 2015 (the “**Circular**”) in relation to, amongst others, the subscription of new shares under specific mandate. Capitalised terms used herein shall have the same meanings as those defined in the Circular unless otherwise stated.

Pursuant to the Subscription Agreement, the conditions precedent of the Subscription shall be fulfilled on or before 29 January 2016 (or such later date as may be agreed between the Company and the Subscriber) (the “**Subscription Long Stop Date**”).

The Board announces that on 29 January 2016 (after trading hours), the Company and the Subscriber entered into a side letter to extend the Subscription Long Stop Date from 29 January 2016 to 15 March 2016. After arm’s length negotiations and close discussion, the Company and the Subscriber agreed that the Subscriber, being a Qualified Domestic Institutional Investor (QDII) of the PRC, currently needs additional processing time to finalise the Subscription due to its nature as a cross-border new share subscription in order to fulfil the conditions precedent set out in the Subscription Agreement.

Save for the extension of the Subscription Long Stop Date, all the terms and conditions of the Subscription Agreement shall remain unchanged and shall continue to be in full force and effect.

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

Hong Kong, 29 January 2016

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.

* *For identification purpose only*