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**VITOP GROUP LIMITED**

**(天年集團有限公司\*)**

*(Formerly known as 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)**

**VOLUNTARY ANNOUNCEMENT**

**Strategic Cooperation Framework Agreement with  
Jiangzhong Pharmaceutical (Group) Co, Ltd.**

This announcement is made by the Board of Directors (the “**Board**”) of Vitop Group Limited (the “**Group**”) on a voluntary basis for the purpose of keeping its shareholders and potential investors informed of the latest business development of the Company.

The Board of the Group is pleased to announce that the Group has entered into a strategic cooperation framework agreement with Jiangzhong Pharmaceutical (Group) Co, Ltd. (江中製藥(集團)有限責任公司) (the “**Jiangzhong Group**”), an independent third party, on 18 August 2016 and reached cooperation intention for comprehensive strategic partnership between the two parties in respect of products, production, channels, brands and other aspects in the future to jointly develop pharmaceuticals, healthcare products, food and fast moving consumer goods markets in Mainland China and Hong Kong and the rest of the world.

Jiangzhong Group, a leading player in China’s OTC industry, has over ten subsidiaries and research institutes including Jiangzhong Pharmaceutical Co.,Ltd. which is listed on the Shanghai Stock Exchange (stock code: 600750.SH). It is a large pharmaceutical enterprise engaged in research and development, manufacture and sale of Chinese patent medicine, healthcare food and functional food.

First stage of the cooperation:

Jiangzhong Group has the intention to authorize the Group to act as its sales agent with designated channels in respect of its healthcare food and natural food in Hong Kong and overseas markets, and the Group in turn has the intention to authorize Jiangzhong Group to act as its sales agent with designated channels in respect of its New Zealand-produced Manuka honey brand products and other healthcare food products in Mainland China and especially the marketing channels of Jiangzhong Group’s healthcare food and formulated food products.

\* For identification purpose only

Second stage of the cooperation:

Jiangzhong Group agrees to undertake the primary processing of New Zealand Manuka honey products by way of OEM with raw ingredients supplied by the Group. Subject to the successful cooperation at product level, both parties intend to form joint ventures in both Mainland China and Hong Kong to take charge of their strategic cooperation in respect of their common branded healthcare food.

Both parties have signed the strategic cooperation framework agreement and are actively promoting the development of their specific cooperation plans.

The agreement is a framework agreement for determining the cooperation between the parties thereto, and the parties shall enter into a separate agreement for each cooperation project or a group of individual cooperation projects specifying the detailed conditions according to the actual situation of relevant projects. If any of the above transactions constitutes notifiable transactions of the Company under Chapter 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the Company will make further disclosure in accordance with the Listing Rules as and when necessary.

**Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.**

By order of the Board  
**Vitop Group Limited**  
**Mr. Xu Zhifeng**  
*Executive Director*

Hong Kong, 18 August 2016

*As at the date of this announcement, the Board comprises Mr. Xu Zhifeng, Mr. Chan Shun Yee, Mr. Liu Min and Mr. Zhou Guohua 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.*