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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)

CHANGE OF AUDITORS

This announcement is made by the board of directors (the “**Board**”) of Vitop Bioenergy Holdings Limited (the “**Company**”) pursuant to Rule 13.51(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

At the annual general meeting of the Company held on 7 December 2012 (the “**AGM**”), the resolution for re-appointment of Pan-China (H.K.) CPA Limited (“**Pan-China**”) as the Company’s auditors has not been passed by the shareholders of the Company. Thus, Pan-China ceased to be the Company’s auditors at the conclusion of the AGM on 7 December 2012.

Pan-China has confirmed in writing that there are no matters in relation to its cessation to act as the Company’s auditors that need to be brought to the attention of the shareholders of the Company.

The Board announces that Elite Partners CPA Limited has been appointed as the new auditors of the Company with effect from 18 February 2013 to fill the vacancy left by Pan-China and to hold office until the conclusion of the next annual general meeting of the Company.

The Board is not aware of any other matters in relation to the change of auditors that need to be brought to the attention of the shareholders of the Company. The Board and the audit committee of the Company have also confirmed that there are no disagreements or outstanding matters between the Company and Pan-China.

The Board would like to extend its sincere gratitude to Pan-China for its professional and quality services provided to the Company during the past years.

By Order of the Board
Vitop Bioenergy Holdings Limited
Han Xiaoyue
Joint Chairman

Hong Kong, 18 February 2013

* *For identification purpose only*

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Han Qingyun as chairman; Dr. Han Xiaoyue as joint chairman; Mr. Xu Nianchun, Ms. Guo Yanni and Mr. Long Minfei as executive directors; and Ms. Zhu Jing Hua, Mr. Zhang Wen and Mr. Li Xinzhong as independent non-executive directors.