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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)

**ANNUAL RESULTS ANNOUNCEMENT
FOR THE YEAR ENDED 30 JUNE 2012**

RESULTS

The board of directors (the “Board”) of Vitop Bioenergy Holdings Limited (“Vitop” or the “Company”) announces the audited consolidated results of the Company and its subsidiaries (the “Group”) for the year ended 30 June 2012, together with the comparative figures for 2011, as follows:

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 30 June 2012

	<i>Notes</i>	2012 HK\$’000	2011 <i>HK\$’000</i>
Revenue	4	20,484	27,217
Cost of sales		<u>(13,348)</u>	<u>(15,612)</u>
Gross profit		7,136	11,605
Other income	4	3,739	6,834
Selling and distribution costs		(7,142)	(11,301)
Administrative expenses		(18,161)	(21,805)
Loss on disposal of a subsidiary		(623)	–
Other operating expenses		<u>(3,307)</u>	<u>(7,081)</u>
Loss from operating activities	5	(18,358)	(21,748)
Finance costs	6	<u>(1,648)</u>	<u>(1,754)</u>
		(20,006)	(23,502)
Share of loss of associate		<u>(33)</u>	<u>–</u>

* *For identification purpose only*

	<i>Notes</i>	2012 HK\$'000	2011 <i>HK\$'000</i>
Loss before income tax expense		(20,039)	(23,502)
Income tax expense	7	<u>—</u>	<u>—</u>
Loss for the year		<u>(20,039)</u>	<u>(23,502)</u>
Attributable to:			
Owners of the Company	8	(19,860)	(23,315)
Non-controlling interests		<u>(179)</u>	<u>(187)</u>
Loss for the year		<u>(20,039)</u>	<u>(23,502)</u>
Loss per share attributable to owners of the Company during the year	10		
Basic		<u>HK (1.58) cents</u>	<u>HK (2.55) cents</u>
Diluted		<u>N/A</u>	<u>N/A</u>
Loss for the year		<u>(20,039)</u>	<u>(23,502)</u>
Other comprehensive income			
Exchange translation differences recognised directly in equity		(1,682)	2,420
Release of translation reserve upon disposal of subsidiary		<u>413</u>	<u>—</u>
		<u>(1,269)</u>	<u>2,420</u>
Total comprehensive loss for the year, net of tax		<u>(21,308)</u>	<u>(21,082)</u>
Total comprehensive loss attributable to:			
Owners of the Company		(21,129)	(20,895)
Non-controlling interests		<u>(179)</u>	<u>(187)</u>
		<u>(21,308)</u>	<u>(21,082)</u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2012

	<i>Notes</i>	2012 <i>HK\$'000</i>	2011 <i>HK\$'000</i>
ASSETS AND LIABILITIES			
Non-current assets			
Property, plant and equipment		2,370	3,183
Intangible assets		258	295
Available-for-sale investments		28,596	19,260
Interests in associate		<u>3,595</u>	<u>–</u>
		<u>34,819</u>	<u>22,738</u>
Current assets			
Inventories		18,561	21,070
Trade receivables	11	1,355	1,283
Deposits, prepayments and other receivables		44,579	31,612
Cash and bank balances		<u>41,236</u>	<u>10,950</u>
		<u>105,731</u>	<u>64,915</u>
Current liabilities			
Trade payables	12	6,175	3,813
Accrued liabilities and other payables		5,616	14,161
Deposits received		9,279	9,404
Obligation under finance lease – current portion		–	51
Convertible notes		–	27,739
Deferred tax liabilities		<u>–</u>	<u>654</u>
		<u>21,070</u>	<u>55,822</u>
Net current assets		<u>84,661</u>	<u>9,093</u>
Net assets		<u><u>119,480</u></u>	<u><u>31,831</u></u>

	<i>Notes</i>	2012 HK\$'000	2011 <i>HK\$'000</i>
EQUITY			
Equity attributable to owners of the Company			
Share capital		34,760	22,070
Reserves		82,811	<u>7,673</u>
		117,571	29,743
Non-controlling interests		1,909	<u>2,088</u>
Total equity		<u>119,480</u>	<u>31,831</u>

NOTES:

1. BASIS OF PREPARATION

The significant accounting policies that have been used in the preparation of these consolidated financial statements are summarised below. These policies have been consistently applied to all the years presented unless otherwise stated.

The consolidated financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”) which collective term includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards and Interpretations issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”). The consolidated financial statements also include the applicable disclosure requirements of the Hong Kong Companies Ordinance and the Rules Governing the Listing of Securities on the Stock Exchange (“Listing Rules”). The measurement base adopted is the historical cost convention except for the revaluation of certain assets and liabilities.

2. IMPACT OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS

The Group has adopted the following new and revised HKFRSs for the first time for the current year’s financial statements.

HKFRS 1 (Amendments)	Severe Hyperinflation and Removal of fixed Dates for first-time Adopters
HKFRS 7 (Amendments)	Disclosures – Transfer of Financial Assets
HKAS 24 (Revised)	Related Party Disclosures
HK(IFRIC) – Int 14 Amendments	Prepayments of a Minimum Funding Requirement
Improvements to HKFRSs 2010	Amendments to a number of HKFRSs issued in May 2010

Other than as further explained below, the adoption of these new and revised HKFRSs has had no significant financial effect on these financial statements.

HKAS 24 (Revised) Related Party Disclosures

HKAS 24 (Revised) clarifies and simplifies the definitions of related parties. The new definitions emphasise a symmetrical view of related party relationships and clarify the circumstances in which persons and key management personnel affect related party relationships of an entity. The revised standard also introduces an exemption from the general related party disclosure requirements for transaction with a government and entities that are controlled, jointly controlled or significantly influenced by the same government as the reporting entity. The accounting policy for related parties has been revised to reflect the changes in the definitions of related parties under the revised standard. The adoption of the revised standard did not have any impact on the financial position of performance of the group.

The Group has not early applied the following new and revised HKFRSs that have been issued but are not yet effective.

Amendments to HKFRSs	Annual Improvements to HKFRSs 2009-2011 Cycle ¹
Amendments to HKFRS 1	Government Loans ¹
Amendments to HKFRS 7	Disclosures – Offsetting Financial Assets and Financial Liabilities ¹
Amendments to HKFRS 7	Mandatory Effective Date of HKFRS 9 and Transition Disclosures ²
HKFRS 9	Financial Instruments ²
HKFRS 10	Consolidated Financial Statements ¹
HKFRS 11	Joint Arrangements ¹
HKFRS 12	Disclosure of Interests in Other Entities ¹
HKFRS 13	Fair Value Measurement ¹
Amendments to HKFRS 10, HKFRS 11 and HKFRS 12	Consolidated Financial Statements, Joint Arrangements and Disclosure of Interests in Other Entities: Transition Guidance ¹
Amendments to HKAS 1	Presentation of Items of Other Comprehensive Income ⁴
Amendments to HKAS 12	Deferred Tax – Recovery of Underlying Assets ³
HKAS 19 (as revised in 2011)	Employee Benefits ¹
HKAS 27 (as revised in 2011)	Separate Financial Statements ¹
HKAS 28 (as revised in 2011)	Investments in Associates and Joint Ventures ¹
Amendments to HKAS 32	Offsetting Financial Assets and Financial Liabilities ⁵
HK(IFRIC) – Int 20	Stripping Costs in the Production Phase of a Surface Mine ²

¹ *Effective for annual periods beginning on or after 1 January 2013*

² *Effective for annual periods beginning on or after 1 January 2015*

³ *Effective for annual periods beginning on or after 1 January 2012*

⁴ *Effective for annual periods beginning on or after 1 July 2012*

⁵ *Effective for annual periods beginning on or after 1 January 2014*

3. SEGMENT INFORMATION

(A) Segment revenue, results, assets and liabilities

Business segments

The following tables present revenue, results and certain assets, liabilities and expenditure information for the Group's business segments:

	BIOenergy products		Healthcare food products		Multi-functional water generators		Others		Consolidated	
	2012	2011	2012	2011	2012	2011	2012	2011	2012	2011
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Revenue:										
Sales to external customer	<u>9,829</u>	<u>9,816</u>	<u>2,722</u>	<u>6,660</u>	<u>4,658</u>	<u>8,269</u>	<u>3,275</u>	<u>2,472</u>	<u>20,484</u>	<u>27,217</u>
Segment result	<u>463</u>	<u>2,026</u>	<u>(838)</u>	<u>(104)</u>	<u>(200)</u>	<u>(1,211)</u>	<u>569</u>	<u>(12)</u>	<u>(6)</u>	<u>699</u>
Unallocated other income									<u>3,739</u>	<u>6,834</u>
Unallocated expenses									<u>(22,124)</u>	<u>(29,281)</u>
Loss from operating activities									<u>(18,391)</u>	<u>(21,748)</u>
Finance cost									<u>(1,648)</u>	<u>(1,754)</u>
Loss before income tax expense									<u>(20,039)</u>	<u>(23,502)</u>
Income tax expense									<u>-</u>	<u>-</u>
Loss for the year									<u><u>(20,039)</u></u>	<u><u>(23,502)</u></u>

	BIOenergy products		Healthcare food products		Multi-functional water generators		Others		Consolidated	
	2012	2011	2012	2011	2012	2011	2012	2011	2012	2011
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Segment Assets	46,935	22,087	12,998	14,985	24,717	22,017	15,642	5,560	100,292	64,649
Unallocated assets									<u>40,258</u>	<u>23,004</u>
Total assets									<u><u>140,550</u></u>	<u><u>87,653</u></u>
Segment liabilities	9,026	19,508	2,500	13,236	6,535	17,463	3,009	4,910	21,070	55,117
Unallocated liabilities									<u>-</u>	<u>705</u>
Total liabilities									<u><u>21,070</u></u>	<u><u>55,822</u></u>
Other segment information:										
Depreciation	216	604	-	-	-	-	-	-	216	604
Unallocated amount of depreciation									<u>560</u>	<u>772</u>
									<u><u>776</u></u>	<u><u>1,376</u></u>
Amortisation of intangible assets	-	-	37	37	-	-	-	-	<u>37</u>	<u>37</u>
Capital expenditure	-	23	-	-	-	-	-	-	-	23
Unallocated amounts of capital expenditure									<u>5</u>	<u>166</u>
									<u><u>5</u></u>	<u><u>189</u></u>

(B) Geographical segments

A geographical analysis of the Group's revenue from external customers, certain asset and expenditure information is not presented as the Group's revenue and assets in geographical segments other than Mainland China are less than 10% of the aggregate amount of all segments.

(C) Information about major customers

The Group has a very wide customer base, and no single customer contributed more than 10% of the Group's revenue for each of the years ended 30 June 2012 and 2011.

4. REVENUE AND OTHER INCOME

(A) Revenue

Revenue, which is also the Group's turnover, represents the net invoiced value of goods sold, after allowances for returns and trade discounts where applicable. All significant intra-group transactions have been eliminated on consolidation.

Turnover made in Mainland China is subject to value added tax ("VAT") at a rate of 17% ("output VAT"). Such output VAT is payable after offsetting VAT paid by the Company on purchases ("input VAT").

(B) Other Income

	Group	
	2012	2011
	<i>HK\$'000</i>	<i>HK\$'000</i>
Interest income	27	81
Reversal of accrued expenses/salaries	1,240	4,516
Fair value gain on financial assets designated at fair value through profit or loss	–	645
Others	<u>2,472</u>	<u>1,592</u>
	<u>3,739</u>	<u>6,834</u>

5. LOSS FROM OPERATING ACTIVITIES

	Group	
	2012	2011
	HK\$'000	HK\$'000
Auditor's remuneration		
Audit services	700	600
Non-audit services	541	240
Cost of inventories sold	13,348	16,675
Staff costs		
Directors' remuneration	–	659
Wages and salaries	9,137	11,876
Pension scheme contributions	1,037	1,455
	10,174	13,990
Depreciation	776	1,376
Amortisation of intangible assets*	37	37
Operating lease charges in respect of land and buildings	2,547	3,092
Impairment loss recognised in respect of trade receivables*	–	594
Impairment loss recognised in respect of other receivables*	2,530	2,590
Impairment loss recognised in respect of available-for-sale investment*	–	2,934
Loss on disposal of property, plant and equipment*	13	144

* included in other operating expenses

6. FINANCE COSTS

	Group	
	2012	2011
	HK\$'000	HK\$'000
Interest on bank loans wholly repayable within five years	–	24
Interest on finance leases	1	33
Interest on convertible notes	1,647	1,697
	1,648	1,754

7. INCOME TAX EXPENSE

Hong Kong Profits Tax has not been provided as the Group had no assessable profits arising in Hong Kong during the year (2011: Nil). Taxes on profits assessable elsewhere have been calculated at the applicable rates of tax prevailing in the jurisdiction in which the Group operates, based on existing legislation, interpretations and practices in respect thereof during the year.

	Group	
	2012	2011
	HK\$'000	HK\$'000
Current – Mainland China		
Charge for the year	<u> –</u>	<u> –</u>

8. LOSS ATTRIBUTABLE TO OWNERS OF THE COMPANY

Of the consolidated loss attributable to owners of the Company of approximately HK\$19,860,000 (2011: loss of HK\$23,315,000), a loss of approximately HK\$5,898,000 (2011: loss of HK\$24,391,000) has been dealt with in the financial statements of the Company.

9. DIVIDENDS

No dividend has been paid or declared by the Company during the years presented in these financial statements.

10. LOSS PER SHARE ATTRIBUTABLE TO OWNERS OF THE COMPANY

The calculation of basic loss per share is based on loss attributable to owners of the Company for the year ended 30 June 2012 of approximately HK\$19,860,000 (2011: HK\$23,315,000) and the weighted average of 1,251,384,321 (2011: the weighted average of 914,301,420) ordinary shares in issue during the year.

The diluted loss per share for the year ended 30 June 2012 has not been disclosed as there were no potential dilutive shares in issue during that year.

The diluted loss per share for the year ended 30 June 2011 has not been disclosed as the potential shares arising from the conversion of the Company's convertible notes would decrease the loss per share of the Group for the year and is regarded as anti-dilutive.

11. TRADE RECEIVABLES

	Group	
	2012	2011
	<i>HK\$'000</i>	<i>HK\$'000</i>
Trade receivables	10,487	10,415
Less: Provision for impairment	<u>(9,132)</u>	<u>(9,132)</u>
	<u>1,355</u>	<u>1,283</u>

Before accepting any new customers, the Group will assess the potential customer's credit quality. 10% (2011: 46%) of the trade receivables that are neither past due nor impaired have the best credit quality.

The credit terms that the Group offers to customers are generally not more than 90 days. An aged analysis of trade receivables is as follows:

	Group	
	2012	2011
	<i>HK\$'000</i>	<i>HK\$'000</i>
0 – 30 days	78	370
31 – 60 days	45	215
61 to 180 days	109	382
Over 180 days	<u>1,123</u>	<u>316</u>
	<u>1,355</u>	<u>1,283</u>

Included in the balances are trade receivables with an aggregate carrying amount of HK\$1,232,000 (2011: HK\$698,000) which are past due at the reporting date for which the Group has not provided impairment loss as there has been no significant change in credit quality and the amounts are still considered fully recoverable. The Group does not hold any collateral over these balances. No interest is charged on the trade receivables.

Ageing of trade receivables which are past due but not impaired:

	Group	
	2012	2011
	<i>HK\$'000</i>	<i>HK\$'000</i>
61 to 180 days	109	382
Over 180 days	<u>1,123</u>	<u>316</u>
	<u>1,232</u>	<u>698</u>

Movement in the allowance for doubtful debts

	Group	
	2012	2011
	<i>HK\$'000</i>	<i>HK\$'000</i>
Balance at beginning of the year	9,132	8,146
Exchange realignment	–	392
Impairment losses recognised on receivables	–	594
	<u>–</u>	<u>594</u>
	9,132	9,132
	<u>9,132</u>	<u>9,132</u>

12. TRADE PAYABLES

The credit terms of trade payables varies according to the terms agreed with different suppliers. The ageing analysis of the Group's trade payables as at the balance sheet date is as follows:

	Group	
	2012	2011
	<i>HK\$'000</i>	<i>HK\$'000</i>
Outstanding balances with ages:		
Within 30 days	342	437
Between 31 to 60 days	1,281	437
Between 61 to 180 days	395	525
Over 180 days	4,157	2,414
	<u>4,157</u>	<u>2,414</u>
	6,175	3,813
	<u>6,175</u>	<u>3,813</u>

MANAGEMENT DISCUSSION & ANALYSIS

FINANCIAL REVIEW

The Group recorded sales revenue of approximately HK\$20.48 million, representing a decrease of approximately HK\$6.74 million or 24.76% as compared with that of last year. The decrease was mainly attributable to the decrease in the sale revenue from the multi-functional water generators and the healthcare food products approximately HK\$3.61 million and approximately HK\$3.94 million respectively. The decrease in overall sale revenue was mainly due to the unfashionable marketing mode and the keen competition. The Group's gross profit margin for the year was approximately 34.84% (2011: approximately 42.64%), representing a decrease of approximately 7.80 percentage points from last year.

During the year ended 30 June 2012, provision for other receivables of approximately HK\$2.53 million was made after prudent review and assessment of the current market valuation and the recovery of the other receivables by the Board of the Group. For the sake of prudent accounting treatment, the Board decided to make partial provision in respect of other receivables.

The Group's loss for the year amounted to approximately HK\$20.04 million, representing a decrease of 14.72% when compared to last year (2011: loss of approximately HK\$23.50 million). It was mainly attributable to the decline in the impairment loss of other receivables amounted to approximately HK\$2.53 million.

MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES AND ASSOCIATED COMPANIES

During the year, the Group entered into a sale and purchase agreement with an independent third party in relation to the disposal of the entire registered and paid-up capital of 武漢天年好商貿有限公司, an indirect wholly-owned subsidiary of the Company for a total cash consideration of RMB90,000 (equivalent to approximately HK\$110,000). The disposal resulted in a loss on disposal amounted to approximately HK\$0.62 million.

EMPLOYEES AND REMUNERATION POLICIES

As at 30 June 2012, the Group employed a total of 107 (2011: 153) employees, of which 103 were deployed in Mainland China (2011: 147) and 4 (2011: 6) were deployed in Hong Kong. The total salaries (excluding directors' emoluments) for the year was approximately HK\$10.17 million (2011: approximately HK\$13.33 million). Remuneration packages comprised salary, mandatory provident fund, bonus, medical allowance and share options.

FOREIGN EXCHANGE RISK AND MANAGEMENT

The majority of the Group's operations are located in Mainland China, and the main operational currencies are Hong Kong Dollars and Renminbi. The Company pays regular and active attention to Renminbi exchange rate fluctuation and consistently assesses exchange risks.

LIQUIDITY AND FINANCIAL RESOURCE

As at 30 June 2012, the Group was in a net cash position and has sufficient funding to pay off all the outstanding liabilities, and meet its working capital requirement. The Group's cash and bank balance at that date amounted to approximately HK\$41.24 million (2011: approximately HK\$10.95 million), which was denominated in mainly Hong Kong dollars and Renminbi. The Group had no outstanding bank borrowing and no banking facilities available.

As at 30 June 2012, the Group's current ratio and quick ratio were approximately 5.02 (2011: approximately 1.16) and approximately 4.14 (2011: approximately 0.79) respectively.

HK\$30 million convertible notes were issued by the Company on 29 September 2010 at conversion price of HK\$0.25 per share, with the conversion dates as follows:-

On 19 December 2011, approximately HK\$7.53 million convertible notes were converted at HK\$0.25 per share.

On 31 March 2012, approximately HK\$22.47 million convertible notes were converted at HK\$0.25 per share.

On 31 May 2011, the Company has entered into a sale and purchase agreement to acquire 9.09% of the issued share capital of Global Trade Center Holdings Co. Limited. A total consideration of HK\$23.34 million for the acquisition was satisfied by issuing 93,360,000 ordinary shares at an issue price of HK\$0.25 per share of the consideration in sum of HK\$23.34 million.

On 18 July 2011, the Company completed a right issue. 294,261,987 rights shares on the basis of one rights share for every three Shares held were issue pursuant to the rights issue. The net proceeds of approximately HK\$70.10 million were for general working capital.

CONTINGENT LIABILITIES

Neither the Group nor the Company had any significant contingent liabilities at the end of the reporting period.

PROSPECTS

Looking forward to the coming year, the management expects the overall business environment remain challenging given the uncertainties arising from the possibility of downturn in Mainland China's macro-economy and highly unpredictable situations of global economy. The Group will continue to be on the alert and modify our existing business strategies to cope with the changing business environment. The management will also closely monitor cash flow, ever mindful of maintaining a strong cash position, which is of utmost importance in these financially turbulent times.

To ensure growth is sustained over the long term, the Group will continue to leverage its research and development expertise to develop products desired by consumers. The Group has been actively exploring new products this year and expecting these products will bring favourable results for the Group in the coming year. The Group continues to optimize its product mix and put more efforts to develop high value-added products to improve its sales.

In the long term, the management expects different investments in Mainland China will provide strong growth opportunities for the Group. The Group is strengthening its expansion of business network in Mainland China as part of the means to achieve long-term sustainable growth.

The Group also adopted measures and exploring other means to meet these challenges and to turn them into opportunities. The management will from time to time seek for investment opportunity in difference industry that could enhance corporate development and broaden the income base of the Group. Meanwhile, the management will continue to review the performance of existing businesses and seek for any investment opportunity in fast growing industry. Should any suitable business opportunity arise, the Group may change its existing business activities and redeploy any assets of the Group. The management remains cautiously optimistic about perpetuating the Group's steady growth over the long term.

FINAL DIVIDEND

The directors do not recommend the payment of a final dividend to shareholders of the Company for the years ended 30 June 2012 and 2011 respectively.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

During the year, there were no purchase, sale or redemption by the Company, or any of its subsidiaries, of the Company's listed securities.

CORPORATE GOVERNANCE PRACTICES

The Company is committed to establishing and maintaining high standards of corporate governance. The directors of the Company believe that sound and reasonable corporate governance practices are essential for the growth of the Group and for safeguarding and maximizing shareholders' interests.

During the year, the Company has applied the principles and complied with the code provisions set out in the Code on Corporate Governance Practices (the "Code") contained in Appendix 14 to the Listing Rules, except for the deviations from code provisions A.1.1, A.4.1 and E.1.2 as stated and explained below.

Under code provision A.1.1 of the Code, at least four regular board meetings should be held a year at approximately quarterly intervals with active participation of a majority of directors of the Company, either in person or through other electronic means of communication. As the Company did not announce its quarterly results, two regular board meetings were held during the year for reviewing and approving the interim and annual financial performance of the Group. Board meetings will be held on other occasions when board decisions are required.

Under code provision A.4.1 of the Code, non-executive directors should be appointed for a specific term and be subject to re-election.

The three independent non-executive directors of the Company were not appointed for a specific term, but are subject to retirement by rotation and re-election at the annual general meetings of the Company in accordance with the articles of association of the Company.

Under code provision E.1.2 of the Code, the Chairman of the Board should attend, and the chairmen of the audit and remuneration committees should be available to answer questions at, the annual general meeting of the Company.

The Chairman of the Board and the chairman of the audit committee and remuneration committee were unable to attend the annual general meeting of the Company held on 30 December 2011 in person, but the Chairman of the Board has already delegated to one of the executive directors of the Company to chair the meeting on his behalf and on behalf of the chairman of the audit committee and the remuneration committee.

Details of the Company's corporate governance practices are set out in the Corporate Governance Report, contained in the 2012 annual report.

REVIEW OF ACCOUNTS

The audit committee has reviewed the audited annual results of the Group for the year ended 30 June 2012.

ANNUAL GENERAL MEETING

The annual general meeting of the Company will be held on 7 December 2012 at 12:00 noon. The notice of the annual general meeting will be published and dispatched to the shareholders of the Company in the manner as required by the Listing Rules in due course.

APPRECIATION

As the joint chairman of the board of directors, I would like to express my sincere gratitude to our shareholders, customers, suppliers and business partners for their full understanding and support during the hard-time. The Group's steady growth in the healthcare industry of Mainland China over the past 20 years has relied on the efforts and contributions of all our staff and partners. I believe, with these supports, experience and brand advantages built up over these 20 years and the dedication of all our shareholders and staff, the Group will keep abreast with the time and step into another stage of development.

MEMBERS OF THE BOARD

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 Mingfei as executive directors; and Ms. Zhu Jinghua, Mr. Zhang Wen and Mr. Li Xinzong as independent non-executive directors.

By order of the Board of
VITOP BIOENERGY HOLDINGS LIMITED
Han Xiaoyue
Joint Chairman

Hong Kong, 28 September 2012