

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



西安海天天綫科技股份有限公司

XI'AN HAITIAN ANTENNA TECHNOLOGIES CO., LTD.*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 8227)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION; AND PROPOSED RE-ELECTION OF DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Xi’an Haitian Antenna Technologies Co., Ltd.* (the “**Company**”) is pleased to announce that resolutions will be proposed at an annual general meeting of the Company to be held on 28 June 2023 (the “**AGM**”) for the purpose of considering and, if thought fit, approving, among other things, (a) the proposed amendments to the articles of association of the Company (the “**Articles and Association**”) and (b) the proposed re-election of a non-executive Director.

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Board proposed to amend the Articles of Association in relation to the equity transfer of Domestic Shares (articles 6, 7 and 21).

The proposed amendments to the Articles of Association are as follows:

	Before Amendments
Article 6	Pursuant to the “Company Law”, “Special Regulations”, “Mandatory Provisions for Articles of Association of the Companies to be Listed Overseas” (“Mandatory Provisions”) and the relevant provisions of other laws and administrative regulations of the State, the Company amended the original Articles of Association (the “Original Articles of Association”) and formulated these Articles of Association (“these Articles of Association” and “these Articles”) by the annual general meeting held on 23 June 2022.
Article 7	Upon the approval by special resolutions at annual general meeting held on 23 June 2022, these Articles came into effect and replaced the Original Articles of Association. (Article 6 of the Mandatory Provisions)

* For identification purpose only

Article 21	<p>Upon its establishment, the Company increased its capital for the first time to further issue 161,764,706 ordinary shares and increased its capital for the second time to further issue 300,000,000 ordinary shares, subsequent to which the share capital structure of the Company became 947,058,824 shares. The Company increased its capital for the third time to further issue 400,000,000 ordinary shares, subsequent to which the share capital structure of the Company became 1,347,058,824 shares. The Company increased its capital for the fourth time to further issue 92,000,000 ordinary shares, subsequent to which the share capital structure of the Company became 1,439,058,824 shares. The Company increased its capital for the fifth time to further issue 92,000,000 ordinary shares, subsequent to which the share capital structure of the Company became 1,531,058,824 shares. The Company increased its capital for the sixth time to further issue 166,570,176 ordinary shares, subsequent to which the share capital structure of the Company became 1,697,629,000 shares. The Company increased its capital for the seventh time to further issue 200,000,000 ordinary shares, subsequent to which the share capital structure of the Company became 1,897,629,000 shares. In particular, 1,251,864,294 shares were domestic shares, representing 65.97% of the total number of ordinary shares in issue of the Company, which were held as to 100,000,000 shares by Xi'an International Medical Investment Co., Ltd. and 54,077,941 shares by Beijing Holdings Investment Management Co., Ltd. respectively, being promoters of the Company; and 328,363,637 shares by Xi'an Tian An Corporate Management and Consulting Co., Ltd., 75,064,706 shares by Shenzhen Huitai Investment Development Co., Ltd., 254,844,804 shares by Shanghai Gaoxiang Investment Management Co., Ltd., 70,000,000 shares by Xi'an Haorun Investment Ltd., 20,000,000 shares by Shaanxi Yinji Investment Ltd., 18,500,000 shares by Shanghai Hongzhen Ningshang Investment Management Partnership (limited partnership), 18,500,000 shares by Shanghai Maokou Commerce and Trading Ltd., 10,943,030 shares by Jiao Chengyi, 157,468,698 shares by Xi'an Xiao's Antenna Technologies Co., Ltd., 9,101,478 by Liao Kang, 65,000,000 by Xiao Bing, 50,000,000 by Jin Rongfei and 20,000,000 by Zhang Jiandong respectively, being non-promoters of the Company. 645,764,706 shares are held by the holders of overseas listed foreign shares ("H Shares"), representing 34.03% of the total number of ordinary shares in issue of the Company.</p> <p>(Article 16 of the Mandatory Provisions)</p>
------------	--

Shareholder	Total share capital after change	% of total share capital
Xi'an Tian An Corporate Management and Consulting Co., Ltd.	328,363,637	17.30%
Shanghai Gaoxiang Investment Management Co., Ltd.	254,844,804	13.43%
Xi'an International Medical Investment Co., Ltd.	100,000,000	5.27%
Shenzhen Huitai Investment Development Co., Ltd.	75,064,706	3.96%
Xi'an Haorun Investment Ltd.	70,000,000	3.69%
Beijing Holdings Investment Management Co., Ltd.	54,077,941	2.85%
Shanghai Hongzhen Ningshang Investment Management Partnership (limited partnership)	18,500,000	0.97%
Shanghai Ruikou Commerce and Trading Ltd.	18,500,000	0.97%
Shaanxi Yinji Investment Ltd.	20,000,000	1.05%
Jiao Chengyi	10,943,030	0.58%
Xi'an Xiao's Antenna Technologies Co., Ltd.	157,468,698	8.30%
Liao Kang	9,101,478	0.48%
Xiao Bing	65,000,000	3.43%
Jin Rongfei	50,000,000	2.63%
Zhang Jiandong	20,000,000	1.05%
<i>Domestic shares sub-total</i>	<i>1,251,864,294</i>	<i>65.97%</i>
<i>H shares sub-total</i>	<i>645,764,706</i>	<i>34.03%</i>
Total	1,897,629,000	100.00%

	After Amendments
Article 6	Pursuant to the “Company Law”, “Special Regulations”, “Mandatory Provisions for Articles of Association of the Companies to be Listed Overseas” (“Mandatory Provisions”) and the relevant provisions of other laws and administrative regulations of the State, the Company amended the original Articles of Association (the “Original Articles of Association”) and formulated these Articles of Association (“these Articles of Association” and “these Articles”) by the annual general meeting held on 28 June 2023.
Article 7	Upon the approval by special resolutions at annual general meeting held on 28 June 2023, these Articles came into effect and replaced the Original Articles of Association. (Article 6 of the Mandatory Provisions)
Article 21	Upon its establishment, the Company increased its capital for the first time to further issue 161,764,706 ordinary shares and increased its capital for the second time to further issue 300,000,000 ordinary shares, subsequent to which the share capital structure of the Company became 947,058,824 shares. The Company increased its capital for the third time to further issue 400,000,000 ordinary shares, subsequent to which the share capital structure of the Company became 1,347,058,824 shares. The Company increased its capital for the fourth time to further issue 92,000,000 ordinary shares, subsequent to which the share capital structure of the Company became 1,439,058,824 shares. The Company increased its capital for the fifth time to further issue 92,000,000 ordinary shares, subsequent to which the share capital structure of the Company became 1,531,058,824 shares. The Company increased its capital for the sixth time to further issue 166,570,176 ordinary shares, subsequent to which the share capital structure of the Company became 1,697,629,000 shares. The Company increased its capital for the seventh time to further issue 200,000,000 ordinary shares, subsequent to which the share capital structure of the Company became 1,897,629,000 shares. In particular, 1,251,864,294 shares were domestic shares, representing 65.97% of the total number of ordinary shares in issue of the Company, which were held as to 100,000,000 shares by Xi’an International Medical Investment Co., Ltd. and 54,077,941 shares by Beijing Holdings Investment Management Co., Ltd. respectively, being promoters of the Company; and 328,363,637 shares by Xi’an Tian An Corporate Management and Consulting Co., Ltd., 75,064,706 shares by Shenzhen Huitai Investment Development Co., Ltd., 254,844,804 shares by Shanghai Gaoxiang Investment Management Co., Ltd., 70,000,000 shares by Xi’an Haorun Investment Ltd., 20,000,000 shares by Shaanxi Yinji Investment Ltd., 18,000,000 shares by Shanghai Hongzhen Ningshang Investment Management Partnership (limited partnership), 500,000 shares by Song Xiangyu, 18,500,000 shares by Shanghai Ruikou Commerce and Trading Ltd., 10,943,030 shares by Jiao Chengyi, 157,468,698 shares by Xi’an Xiao’s Antenna Technologies Co., Ltd., 9,101,478 shares by Liao Kang, 57,000,000 shares by Chen Ren, 8,000,000 shares by Ma Xiuling, 50,000,000 shares by Jin Rongfei and 20,000,000 shares by Zhang Jiandong respectively, being non-promoters of the Company. 645,764,706 shares are held by the holders of overseas listed foreign shares (“H Shares”), representing 34.03% of the total number of ordinary shares in issue of the Company. (Article 16 of the Mandatory Provisions)

Shareholder	Total share capital after change	% of total share capital
Xi'an Tian An Corporate Management and Consulting Co., Ltd.	328,363,637	17.31%
Shanghai Gaoxiang Investment Management Co., Ltd.	254,844,804	13.43%
Xi'an International Medical Investment Co., Ltd.	100,000,000	5.27%
Shenzhen Huitai Investment Development Co., Ltd.	75,064,706	3.96%
Xi'an Haorun Investment Ltd.	70,000,000	3.69%
Beijing Holdings Investment Management Co., Ltd.	54,077,941	2.85%
Shanghai Hongzhen Ningshang Investment Management Partnership (limited partnership)	18,000,000	0.95%
Shanghai Ruikou Commerce and Trading Ltd.	18,500,000	0.97%
Shaanxi Yinji Investment Ltd.	20,000,000	1.05%
Jiao Chengyi	10,943,030	0.58%
Xi'an Xiao's Antenna Technologies Co., Ltd.	157,468,698	8.30%
Song Xiangyu	500,000	0.03%
Liao Kang	9,101,478	0.48%
Chen Ren	57,000,000	3.00%
Ma Xiuling	8,000,000	0.42%
Jin Rongfei	50,000,000	2.63%
Zhang Jiandong	20,000,000	1.05%
<i>Domestic shares sub-total</i>	<i>1,251,864,294</i>	<i>65.97%</i>
<i>H shares sub-total</i>	<i>645,764,706</i>	<i>34.03%</i>
Total	1,897,629,000	100.00%

PROPOSED RE-ELECTION OF DIRECTOR

Pursuant to article 102 of the Articles of Association, any person appointed by the Board to fill a casual vacancy on the Board shall hold office only until the next following annual general meeting of the Company, and shall then be eligible for re-election.

Mr. Chen Ren (陳仁先生) (“**Mr. Chen**”), who was appointed as a non-executive Director with effect from 3 April 2023, whose terms of office will expire at the AGM and being eligible, will offer himself for re-election as a non-executive Director at the AGM.

The biographical particulars of the Mr. Chen are as follows:

Mr. Chen Ren (陳仁), aged 56, graduated from University of Electronic Science and Technology (formerly known as: Chengdu Institute of Telecommunications Engineering), majoring in electronic engineering. Mr. Chen is currently the chairman of Chengdu Datu Zhitong Technology Co., Ltd. (成都達拓智通科技有限公司) and the chairman and general manager of Chengdu Wuji Hexin Intelligent System Co., Ltd. (成都悟己和信智能係統有限公司). Mr. Chen has previously served as managing director of Sichuan Fengguo Network Technology Co., Ltd. (四川鋒果網絡科技有限公司); deputy general manager of Sichuan Chuangli Information Technology Co., Ltd. (四川創力信息技術有限公司); chairman and general manager of Chengdu Zhongyan Technology Co., Ltd. (成都眾焱科技有限公同); deputy general manager of Guangzhou Bangxun Technology Co., Ltd. (廣州邦訊技術有限公司); chairman and general manager of Shenzhen Xiantaike Technology Co., Ltd. (深圳先泰科科技有限公司); deputy general manager of Shenzhen Shekou Jinnuo Technology Co., Ltd. (深圳蛇口金諾科技有限公同); head of the manufacturing department, head of the planning department and the assistant to the general manager of Shekou Taifeng Electronics Co., Ltd. (蛇口泰豐電子有限公司), manufacturing engineer and quality management engineer of Weili Electronics Company (偉力電子公司) and Yada Electronics Company (雅達電子公司); and a teaching assistant in the Department of Radar and Department of Electronic Engineering at University of Electronic Science and Technology of China (電子科技大學).

Save as disclosed herein, to the best of the Directors’ knowledge, information and belief having made reasonable enquiry, as at the Latest Practicable Date, Mr. Chen (i) had no relationship with any Directors, Supervisors and senior management or substantial shareholders or controlling shareholders of the Company; (ii) had no interest in the Shares within the meaning of Part XV of the SFO; and (iii) did not hold any position with the Group and did not have any other directorship held in listed public companies in the last 3 years.

Save as disclosed herein, the Company considers that in relation to the re-election of Mr. Chen, there is no information which is discloseable pursuant to any of the requirements under Rule 17.50(2)(h) to 17.50(2)(v) of the GEM Listing Rules, and there is no other matter which needs to be brought to the attention of the Shareholders.

PROPOSED SERVICE AGREEMENT AND REMUNERATION OF DIRECTOR

The Company proposes to enter into a service agreement with Mr. Chen for a term commencing from the conclusion of the AGM to 28 June 2025, with the terms and conditions which it, in its absolute discretion, may deem appropriate, and to do all such acts and things which it, in its absolute discretion, may deem necessary or desirable in connection with the re-election of Directors.

The proposed remuneration of Mr. Chen is to be determined on the basis of the prevailing market rate and taking into account of his experience. Pursuant to the proposed service agreement of Mr. Chen, he is entitled to receive remuneration in the amount of RMB1,000 per month.

THE GENERAL

A circular containing, among other things, further information regarding the proposed amendments to the Articles and Association, the proposed re-election of a non-executive Director, together with the notice of the AGM, will be despatched to the shareholders of the Company on 6 June 2023.

By order of the Board
Xi'an Haitian Antenna Technologies Co., Ltd.*
Xiao Bing
Chairman

Xi'an, the PRC, 5 June 2023

As at the date of this announcement, the Board comprises Mr. Xiao Bing (肖兵先生) and Mr. Chen Ji (陳繼先生) being executive Directors; Mr. Li Wenqi (李文琦先生), Mr. Zuo Hong (左宏先生), Mr. Chen Ren (陳仁先生) and Mr. Sun Yikuan (孫義寬先生) being non-executive Directors; and Professor Shi Ping (師萍教授), Mr. Tu Jijun (涂繼軍先生) and Mr. Liu Lidong (劉立東先生) being independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the "Latest Company Announcements" page of the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its posting and be posted on the website of the Company at <http://www.xaht.com>.

* for identification purpose only