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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)

(Stock Code: 8227)

**PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION
AND RESIGNATIONS OF NON-EXECUTIVE DIRECTORS**

At the board meeting of Xi'an Haitian Antenna Technologies Co., Ltd (the "Company") held on 19 March 2004, the board of directors of the Company (the "Board" or "Directors") approved, amongst other things, a proposal to put certain proposed changes to the articles of association of the Company (the "Articles") to the shareholders of the Company ("Shareholders") for approval by way of special resolution and a proposal to elect new non-executive Directors by way of ordinary resolution at the general meeting of the Company following the tenders of resignation by Mr. Luo Maosheng and Mr. Mi Yunping. The Directors confirm that nothing should be brought to the attention of the Shareholders in relation to the resignations.

The major proposed amendments to the Articles include, amongst other things, consequential amendments in alignment with the amendments to the Rules Governing the Listing of Securities on The Growth Enterprise Market of The Stock Exchange of Hong Kong Limited ("Listing Rules") which will come into effect on 31 March 2004.

Further details of the special resolution for the proposed amendments to the Articles and the profiles of the new non-executive directors to be elected at the general meeting of the Company will be set out in the notice of the relevant general meeting of the Company.

The Board announces that at a meeting of the Board held on 19 March 2004, the Board had approved, amongst other things, a proposal to put certain proposed changes to the Articles of the Company to the Shareholders for approval by way of special resolution and a proposal to elect non-executive Directors by way of ordinary resolution at the general meeting of the Company.

PROPOSED AMENDMENTS TO THE ARTICLES

The major proposed amendments to the Articles include, amongst other things, consequential amendments in alignment with the amendments to the Listing Rules which will come into effect on 31 March 2004. The proposed amendments mainly involves the following:

1. the original Article 13 be amended to expand the scope of business of the Company to include research and manufacture, systemic integration, application and other related technology services of computer software;

2. the original Article 78 be amended to provide that where any Shareholder is, under the Listing Rules, required to abstain from voting on any particular resolution or restricted to voting only for or only against any particular resolution, any votes cast by or on behalf of such Shareholder in contravention of such requirement or restriction shall not be counted;
3. the original Article 102 be amended to provide that the minimum seven-day period for lodgment by Shareholders of the notice to nominate a director shall commence no earlier than the day after the dispatch of the notice of the meeting appointed for such election and end no later than seven days prior to the date of such meeting; and
4. the original Article 140 be amended to provide that a Director shall abstain from voting at the board meeting on any matter in which the Director or any of his associate(s) (as defined in the Listing Rules) has/have material interest(s) and is not to be counted towards the quorum of the relevant board meeting except where otherwise stipulated in the Articles .

The Directors confirm that the proposed amendment regarding expansion of the scope of business of the Company would not result in the change of the Company's principal business and would be in line with the Company's business objectives and strategies as stated on p.136 to p.140 of the Company's prospectus issued on 24 October 2003. Further details of the proposed amendments to the Articles will be set out in the notice of the relevant general meeting of the Company.

RESIGNATION OF NON-EXECUTIVE DIRECTORS

The Board hereby announces that Mr. Luo Maosheng and Mr. Mi Yunping resigned as non-executive directors of the Company with effect from 25 March, 2004.

The Board confirm that nothing should be brought to the attention of the shareholders of the Company and would like to take this opportunity to thank Mr. Luo Maosheng and Mr. Mi Yunping for their contributions to the Company in the past years.

ELECTION OF NON-EXECUTIVE DIRECTORS

At the meeting of the Board held on 19 March 2004, Mr. Wang Ke and Ms Wang Jing were proposed for election at the general meeting of the Company as non-executive Directors following the tenders of resignation by Mr. Luo Maosheng and Mr. Mi Yunping effective on 25 March 2004. The Directors confirm that nothing should be brought to the attention of the Shareholders in relation to the resignations. Profiles of the Mr. Wang Ke and Ms Wang Jing will be set out in the notice of the relevant general meeting of the Company.

By order of the Board
Xi'an Haitian Antenna Technologies Co., Ltd.*
Tsang, Yu Tit David
Company Secretary

Xi'an, the PRC, 26 March 2004

This announcement, for which the directors of the Company (“Directors”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the 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: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

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