



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)

CHANGE OF EXECUTIVE DIRECTORS AND AUTHORISED REPRESENTATIVE OF THE COMPANY

The Board hereby announces that (i) Professor Xiao resigned from the office of executive Director and (ii) Professor Guo resigned from the office of executive Director and as one of the authorised representatives of the Company, with effect from 29 March 2005.

The Board is pleased to announce that (iii) Mr. Liang was appointed as an executive Director and one of the authorised representatives of the Company and (iv) Mr. Fang was appointed as an executive Director. The Appointments shall take effect from 20 April 2005 until the next annual general meeting of the Company.

The Directors, including Professor Xiao and Professor Guo, confirm that nothing should be brought to the attention of the Shareholders in relation to the Resignations and Appointments.

RESIGNATION OF EXECUTIVE DIRECTORS AND AUTHORISED REPRESENTATIVE OF THE COMPANY

The board (the “**Board**”) of directors (the “**Directors**”) of Xi’an Haitian Antenna Technologies Co., Ltd.* (the “**Company**”) announces that, in the meeting of the Board held on 29 March 2005, the Board approved, among other things, (i) the resignation of 肖良勇教授 (Professor Xiao Liangyong, “**Professor Xiao**”) from the office of executive Director and (ii) the resignation of 郭渭盛教授 (Professor Guo Weisheng, “**Professor Guo**”) from the office of executive Director and as one of the authorised representatives of the Company with effect from 29 March 2005 (collectively, the “**Resignations**”). Professor Xiao and Professor Guo have confirmed that their Resignations were due to the reasons that they have reached the age of retirement.

The Board confirms that the Resignations were made in accordance with the articles of association of the Company and Professor Xiao and Professor Guo have no disagreement with the Board. The Board, including Professor Xiao and Professor Guo, also confirms that nothing should be brought to the attention of the shareholders (the “**Shareholders**”) of the Company.

The Board would like to take this opportunity to thank Professor Xiao and Professor Guo for their contributions to the Company in the past years and is pleased to further announce that the Company has appointed both Professor Xiao and Professor Guo as consultants to the Company. They are responsible for the strategic planning and technical consultation on the 3G communication technology and related products.

* For identification purposes only

APPOINTMENT OF EXECUTIVE DIRECTORS AND AUTHORISED REPRESENTATIVE OF THE COMPANY

The Board is pleased to announce that, with effect from 20 April 2005 until the next annual general meeting of the Company, (iii) 梁志軍先生 (Mr. Liang Zhijun, “**Mr. Liang**”) was appointed as an executive Director and one of the authorised representatives of the Company and (iv) 方曦先生 (Mr. Fang Xi, “**Mr. Fang**”) was appointed as an executive Director (collectively, the “**Appointments**”). The Board confirms that nothing should be brought to the attention of the Shareholders in relation to the Appointments.

PARTICULARS OF DIRECTORS

Mr. LIANG Zhijun

Mr. LIANG Zhijun, aged 41, graduated from 陝西機械學院 (Shaanxi Institute of Mechanical Engineering, now known as Xi’an University of Technology (西安理工大學)) in 1985 and was a lecturer in 西安電子科技大學 (Xidian University) from 1985 to 1993. Mr. Liang worked in 中國電子進出口總公司海南公司 (China National Electronics Import & Export Corporation, Hainan Branch) from 1988 to 1989 and 西安大唐電信有限公司 (Xi’an Datang Telecom Company Limited) from 1993 to 2000. He joined the Company in July 2000. He has been appointed as the secretary of the Board since October 2000 and was appointed as a vice president of the Company in April 2004. Mr. Liang is responsible for the secretarial work of the Board. Apart from being an executive Director and one of the authorised representatives of the Company, Mr. Liang has not held any position in other listed public companies in the last three years.

The term of office of Mr. Liang shall take effect from 20 April 2005 until the next annual general meeting of the Company. Mr. Liang does not receive any fee as an executive Director. However, pursuant to a labour contract entered into between Mr. Liang and the Company, he receives salary for management work as the secretary of the Board and vice president of the Company which is expected to be approximately RMB180,000 for the year 2005 and he is entitled to a bonus payment from the Company which will be determined based on the performance of the Company.

As at the date of this announcement, Mr. Liang does not hold any interest in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”) and is not a connected person of the Company as defined in the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on the Growth Enterprise Market (“**GEM**”) of The Stock Exchange of Hong Kong Limited. Save that he is an executive Director and one of the authorised representatives of the Company, Mr. Liang does not have relationship with any of the Directors, senior management, management Shareholders, substantial Shareholders or controlling Shareholders of the Company.

Mr. FANG Xi

Mr. FANG Xi, aged 35, graduated from the agricultural finance department of 中南財經政法大學 (Zhongnan University of Financial and Law) in 1993 and worked as head of finance department and deputy chief accountant of 國營黃河機器製造廠 (State-owned Huanghe Machinery Plant) from 1993 to 2001. Currently, he is responsible for the finance function of the Company. Apart from being an executive Director, Mr. Fang has not held any position in other listed public companies in the last three years.

The term of office of Mr. Fang shall take effect from 20 April 2005 until the next annual general meeting of the Company. Mr. Fang does not receive any fee as an executive Director. However, pursuant to a labour contract entered into between Mr. Fang and the Company, he receives salary as a financial controller of the Company which is expected to be approximately RMB183,000 for the year 2005 and he is entitled to a bonus payment from the Company which will be determined based on the performance of the Company.

As at the date of this announcement, Mr. Fang does not hold any interest in the shares or underlying shares of the Company within the meaning of Part XV of the SFO and is not a connected person of the Company as defined in the GEM Listing Rules. Save that he is an executive Director, Mr. Fang does not have relationship with any of the Directors, senior management, management Shareholders, substantial Shareholders or controlling Shareholders of the Company.

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

Xi'an, the PRC, 31 March 2005

As at the date of this announcement, the Board comprises 肖兵先生 (Mr. Xiao Bing) being executive Director; 王科先生 (Mr. Wang Ke), 王全福先生 (Mr. Wang Quanfu), 劉永強先生 (Mr. Liu Yongqiang), 王京女士 (Ms. Wang Jing) and 李文琦先生 (Mr. Li Wenqi) being non-executive Directors; and 周天游先生 (Mr. Zhou Tianyou), 龔書喜先生 (Mr. Gong Shuxi) and 王鵬程先生 (Mr. Wang Pengcheng) being independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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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