



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 DIRECTORS

The Board hereby announces that (i) Mr. Fang resigned from the office of executive Director; and (ii) Mr. Zhou resigned from the office of independent non-executive Director, both with effect from 16 September 2005.

The Board is pleased to announce that Mr. Zhou was appointed as the chief executive officer of the Company with effect from 16 September 2005.

The Directors, including Mr. Fang and Mr. Zhou, confirmed that nothing else other than the information set out in this announcement should be brought to the attention of the Shareholders in relation to the Resignations.

## RESIGNATIONS OF DIRECTORS

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 16 September 2005, the Board approved, among other things, (i) the resignation of 方曦先生 (Mr. Fang Xi, “**Mr. Fang**”) from the office of executive Director; and (ii) the resignation of 周天游先生 (Mr. Zhou Tianyou, “**Mr. Zhou**”) from the office of independent non-executive Director, both with effect from 16 September 2005 (collectively, the “**Resignations**”).

In order to comply with the provision A.2.1 of the Code on Corporate Governance Practices set out in Appendix 15 to the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on Growth Enterprise Market (“**GEM**”) of The Stock Exchange of Hong Kong Limited, the Board appointed Mr. Zhou as the chief executive officer of the Company.

Mr. Fang confirmed that his resignation was due to personal reason, while Mr. Zhou confirmed that his resignation was due to the change of his position in the Company by accepting the appointment as the chief executive officer of the Company.

As a result of the resignation of Mr. Zhou from the office of the independent non-executive Director, the number of the independent non-executive Directors in the Board decreased from three to two, which falls short of the minimum number required under Rules 5.05 of the GEM Listing Rules. The Company will make every effort to ensure that a suitable candidate be appointed as soon as possible so as to fill the vacancy of the post of the independent non-executive Director. An announcement will be made by the Company upon the appointment of an additional independent non-executive Director.

\* For identification purpose only

The Board confirmed that the Resignations were made in accordance with the articles of association of the Company. The Board, including Mr. Fang and Mr. Zhou, also confirmed that Mr. Fang and Mr. Zhou have no disagreement with the Board and nothing else other than the information set out in this announcement should be brought to the attention of the shareholders (the “Shareholders”) of the Company in relation to the Resignations.

The Board would like to take this opportunity to thank Mr. Fang for his contribution to the Company in the past years.

## **APPOINTMENT OF THE CHIEF EXECUTIVE OFFICER OF THE COMPANY**

The Board is pleased to announce that, with effect from 16 September 2005, Mr. Zhou was appointed as the chief executive officer of the Company (the “Appointment”). The Board confirmed that nothing else other than the information set out in this announcement should be brought to the attention of the Shareholders in relation to the Appointment.

By order of the Board of  
**Xi’an Haitian Antenna Technologies Co., Ltd.\***  
**Xiao Bing**  
*Executive Director*

Xi’an, the People’s Republic of China, 20 September 2005

*As at the date of this announcement, the Board comprises 肖兵先生 (Mr. Xiao Bing) and 梁志軍先生 (Mr. Liang Zhijun) being executive Directors; 王科先生 (Mr. Wang Ke), 劉永強先生 (Mr. Liu Yongqiang), 王全福先生 (Mr. Wang Quanfu), 王京女士 (Ms. Wang Jing), and 李文琦先生 (Mr. Li Wenqi) being non-executive Directors; and 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.*

*This announcement will remain on the GEM website at “www.hkgem.com” on the “Latest Company Announcements” page for at least 7 days from the day of its posting.*