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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)**

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting of Xi'an Haitian Antenna Technologies Company Ltd., (the "Company") will be held at the Conference Room of the Company, No. 36 Gao Xin Liu Road, Xi'an National Hi-tech Industrial Development Zone, Xi'an, Shaanxi Province, the People's Republic of China (the "PRC") on Friday, 24 November 2006 at 2:00 p.m. for the following purposes:

1. to consider and, if thought fit, to pass, with or without modification, the following resolution as an ordinary resolution:

**“THAT** the TD-SCDMA Technology Licence Agreement (as defined in the circular to the shareholders of the Company dated 3 October 2006 (the "Circular")), a copy of which has been produced to this meeting marked "A" and signed by the Chairman of this meeting for the purpose of identification, details of which are set out in the Circular and the transactions contemplated therein, be and are hereby approved, confirmed and/or ratified, the Director(s) authorized for and on behalf of the Company, among other matters, to sign, execute, perfect, deliver or to authorize signing, executing, perfecting and delivering the relating documents and deeds be and are hereby approved, confirmed and/or ratified, and any Director of the Company (the "Director") be and is hereby authorized to take such action, do such things and execute such further documents or deeds as the Director may, in his opinion, deem necessary or desirable for the purpose of implementing such agreement.”

\* For identification purpose only

2. to consider and, if thought fit, to pass, with or without modification, the following resolution as an ordinary resolution:

“**THAT** the Manufacture Agreement (as defined in the Circular), a copy of which has been produced to this meeting marked “B” and signed by the Chairman of this meeting for the purpose of identification, details of which are set out in the Circular and the transactions contemplated therein and the annual cap of RMB300 million for each of the three financial year ending 31 December 2008 in relation thereto, be and are hereby approved, confirmed and/or ratified, the Director(s) authorized for and on behalf of the Company, among other matters, to sign, execute, perfect, deliver or to authorize signing, executing, perfecting and delivering the relating documents and deeds be and are hereby approved, confirmed and/or ratified, and any Director be and is hereby authorized to take such action, do such things and execute such further documents or deeds as the Director may, in his opinion, deem necessary or desirable for the purpose of implementing such agreement.”

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

Xi'an, the PRC 3 October 2006

*Executive Directors:*

Mr. Xiao Bing (肖兵先生)  
Mr. Liang Zhijun (梁志军先生)  
Mr. Zhou Tianyou (周天游先生)

*Non-executive Directors:*

Mr. Wang Ke (王科先生)  
Mr. Liu Yongqiang (刘永强先生)  
Mr. Wang Quanfu (王全福先生)  
Ms. Wang Jing (王京女士)  
Mr. Li Wenqi (李文琦先生)

*Independent non-executive Directors:*

Professor. Gong Shuxi (龔書喜教授)  
Mr. Wang Pengcheng (王鹏程先生)  
Mr. Qiang Wenyu (强文郁先生)

*Registered address:*

No. 36 Gao Xin Liu Road  
Xi'an National Hi-tech  
Industrial Development Zone  
Xi'an, Shaanxi Province  
The People's Republic of China

*Principal place of business in Hong Kong:*

Unit 3103, 31st Floor  
Office Tower, Convention Plaza  
1 Harbour Road  
Wanchai, Hong Kong

*Notes:*

1. A member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more proxy to attend and, subject to the provisions of the articles of association of the Company, to vote on his behalf. A proxy need not be a member of the Company but must be present in person at the meeting to represent the member. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
2. In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and deposited together with a power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power or authority, at the office of the Company's H share registrar at Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for H shares) or the Company's head office at No. 36, Gao Xin Liu Road, Xi'an National Hi-tech Industrial Development Zone, Xi'an, Shaanxi Province, the PRC, Postal Code 710075 (for domestic shares) not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the above meeting or any adjournment thereof, should he so wish.
3. In the case of joint holders of shares, any one of such holders may vote at the meeting, either personally or by proxy, in respect of such share as if he was solely entitled thereto, but if more than one of such joint holders are present at the meeting personally or by proxy, that one of the said persons so present whose name stands first in the register of members of the Company in respect of such Shares shall alone be entitled to vote in respect thereof.

*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 aspects 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 "Latest Company Announcements" page of the GEM website at <http://www.hkgem.com> for at least seven days from the date of its publication.*