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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 with limited liability)*

**(Stock Code: 8227)**

## **PROMOTERS AGREEMENT FOR JOINT VENTURE COMPANY**

This announcement is made pursuant to Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong) and Rule 17.10 of the Rules Governing the Listing of Securities on the Growth Enterprise Market (the "GEM") of The Stock Exchange of Hong Kong Limited (the "GEM Listing Rules").

The board (the "Board") of directors (the "Directors") of Xi'an Haitian Antenna Technologies Co., Ltd.\* (the "Company") is pleased to announce that on 30 April 2014 (after trading hours), the Company entered into a promoters agreement (the "Promoters Agreement") with Shanghai Xunyu Investment Limited\* (上海順鈺投資有限公司), pursuant to which the parties agreed to jointly establish a joint venture company (the "Joint Venture Company") in the Shanghai of the People's Republic of China (the "PRC"). Under the Promoters Agreement, the Company and Shanghai Xunyu Investment Limited will contribute RMB3 million and RMB2 million respectively to the registered capital of the Joint Venture Company.

On 29 September 2013, the first state pilot free trade zone (the "Free Trade Zone") was established by the central government of the PRC in Shanghai. With the convenient and special regulatory policies and preferential taxation regime of the Free Trade Zone, it will facilitate both the domestic entrepot trading and offshore trading. The Company wishes to stimulate and expand its overseas import and export trading by setting up the Joint Venture Company there.

\* *For identification purpose only*

Shanghai Xunyu Investment Limited is a limited liability company established in the PRC which is wholly-owned by Ms. Meng Xinli (孟新麗女士), a party which is independent of and not connected with the Company and any of connected person (as defined under the GEM Listing Rules) of the Company. Ms. Meng Xinli has engaged in import and export of different businesses including communication equipment since 2009 that she has extensive experience in import and export business and diversified customer resources. The Company believes that her experience and resources can not only contribute to the actual trading business of the Joint Venture Company, but also expand its client base by a great extend, hence boosting the Company's operating results.

As all applicable percentage ratios under Chapter 19 of the GEM Listing Rules are less than 5%, the Promoters Agreement does not constitute any type of notifiable transactions for the Company and is not required to make any disclosure requirements thereunder.

**The Company will make further announcement as and when appropriate.**

**Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.**

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

Xi'an, the PRC, 30 April 2014

*As at the date of this announcement, the Board comprises Mr. Xiao Bing (肖兵先生) and Mr. Yan Weimin (燕衛民先生) being executive Directors; Mr. Sun Wenguo (孫文國先生), Mr. Li Wenqi (李文琦先生), Mr. Yan Feng (閆鋒先生) and Mr. Xie Yiqun (解益群先生) being non-executive Directors; and Mr. Zhang Jun (張鈞先生), Mr. Chen Ji (陳繼先生) and Ms. Bao Yujie (鮑玉潔女士) 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 the Growth Enterprise Market (the "GEM") of The Stock Exchange of Hong Kong Limited 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>.*