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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)**

## **NOTICE OF DOMESTIC SHAREHOLDERS CLASS MEETING**

**NOTICE IS HEREBY GIVEN THAT** the class meeting (the “**Domestic Shareholders Class Meeting**”) for holders of domestic shares (“**Domestic Shares**”) of Xi'an Haitian Antenna Technologies Co., Ltd (the “**Company**”) will be held at 2:45 p.m. (or as soon as the class meeting of the holders of H shares of the Company to be convened at the same date and place at 2:30 p.m. shall conclude or adjourn) on Friday, 10 October 2014 at Conference Room, A-2 of Standard Workshop Phase II, Zone B of Xi'an Export Processing Zone, No. 28 Xinxu Avenue, National Hi-tech Industrial Development Zone, Xi'an, Shaanxi Province, the People's Republic of China (the “**PRC**”) for the purpose of considering, and if thought fit, with or without modifications, passing the resolution set out below as a special resolution:

### **SPECIAL RESOLUTION**

**“THAT**

- (a) the subscription agreements dated 25 July 2014 (the “**Subscription Agreements**”) entered into between the Company and Campari Winner Limited, Great Harmony Ventures Limited, Hongkong Jinsheng Enterprise Co., Limited, Long Apex Limited and Variant Wealth Limited, respectively, in relation to the subscription of an aggregate 300,000,000 new H shares (the “**New H Shares**”) and all the transactions contemplated thereunder be and are hereby approved, confirmed and ratified, and all the transactions contemplated under the Subscription Agreements be and are hereby approved, confirmed and ratified;

\* *for identification purpose only*

- (b) the board of directors of the Company (the “**Board**”) be and is hereby authorised to make changes or amendments to the Subscription Agreements as it may in its absolute discretion deem fit, to implement and take all steps and to do any and all acts and things as may be necessary or desirable to give effect to and/or to complete the Subscription Agreements and to sign and execute any other documents or to do any other matters incidental thereto and/or as contemplated thereunder;
- (c) the Board be and is hereby granted a specific mandate to allot and issue the New H Shares, which specific mandate can be exercised once or more than once, pursuant to the Subscription Agreements;
- (d) contingent on the Board resolving to issue the New H Shares pursuant to paragraph (c) above, the Board be authorised to:
  - (i) approve, execute and do or procure to be executed and done, all such documents, deeds and things as it may consider necessary in connection with the issue of the New H Shares;
  - (ii) increase the registered capital of the Company in accordance with the actual increase of capital by issuing the New H Shares pursuant to paragraph (c) of this resolution, register the increased registered capital with the relevant authorities and make such amendments to the Articles of Association of the Company as it thinks fit so as to reflect the increase in the registered capital of the Company; and
  - (iii) make all necessary filings and registrations with the relevant PRC, Hong Kong and/or other authorities.”

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

Xi'an, the PRC  
25 August 2014

*Notes:*

1. The register of members of Domestic Shares will be closed from Wednesday, 10 September 2014 to Friday, 10 October 2014 (both days inclusive), during which period no transfer of Domestic Shares can be registered.

2. Holders of Domestic Shares whose names appear on the register of members of Domestic Shares at the close of business on Monday, 8 September 2014 shall be entitled to attend and vote at the Domestic Shareholders Class Meeting convened by the above notice and may appoint one or more proxies in writing to attend and, in the event of a poll, vote on their behalves. A proxy need not be a member of the Company.
3. A proxy form for the Domestic Shareholders Class Meeting is herewith enclosed. In order to be valid, the proxy form must be deposited by hand or by post to the Company's head office no later than 24 hours before the time for holding the Domestic Shareholders Class Meeting. If the proxy form is signed by a person under a power of attorney or other authority, a notarially certified copy of that power of attorney or authority shall be deposited at the same time as mentioned in the proxy form.
4. Shareholders or their proxies shall produce their identity documents when attending the Domestic Shareholders Class Meeting.
5. Shareholders who intend to attend the Domestic Shareholders Class Meeting should complete and return the enclosed reply slip by hand or by post to the Company's head office, no later than Friday, 19 September 2014.
6. Shareholders or proxies attending the Domestic Shareholders Class Meeting should state clearly, in respect of each resolution requiring a vote, whether they are voting for or against a resolution. Abstention votes will not be regarded by the Company as having voting rights for the purpose of vote counts.
7. The address of the Company's head office is as follows:

No. 66 Jinye Road,  
National Hi-tech Industrial Development Zone,  
Xi'an, Shaanxi Province,  
the People's Republic of China.

*As at the date of this notice, 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 notice, 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 GEM of the Stock Exchange 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 notice 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 therein or this notice misleading.*

*This notice 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>.*