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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)**

**CHANGE OF EXECUTIVE DIRECTOR,  
INDEPENDENT NON-EXECUTIVE DIRECTOR,  
CHAIRMAN OF AUDIT COMMITTEE AND  
MEMBER OF REMUNERATION COMMITTEE**

This announcement is made pursuant to Rule 17.50(2) 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").

**RESIGNATION OF EXECUTIVE DIRECTOR**

The board (the "Board") of directors (the "Directors") of Xi'an Haitian Antenna Technologies Co., Ltd.\* (the "Company") is pleased to announce that Mr. Yan Weimin (燕衛民先生) ("Mr. Yan") has tendered a resignation notice resigning as executive Director with effect from 13 April 2015 (the "Resignation of Mr. Yan"). Mr. Yan confirmed that his resignation was due to more time required for devotion into his present and anticipated business commitments and also confirmed that there is no disagreement with the Board.

The Board confirmed that nothing else in relation to the Resignation of Mr. Yan other than the information set out in this announcement should be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to thank Mr. Yan for his contributions to the Company in the past.

## **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR, CHAIRMAN OF AUDIT COMMITTEE AND MEMBER OF REMUNERATION COMMITTEE AND APPOINTMENT OF EXECUTIVE DIRECTOR**

Following the Resignation of Mr. Yan, the Board is pleased to announce that Mr. Chen Ji (陳繼先生) (“Mr. Chen”) resigned as independent non-executive Director, chairman of audit committee and member of remuneration committee of the Company (the “Resignation of Mr. Chen”) and has been appointed as executive Director of the Company with effect from 13 April 2015.

The biographical particulars of Mr. Chen are as follows:

Mr. Chen Ji (陳繼先生), aged 39, obtained Bachelor of Economics and Master of Business Administration from Shanghai University of Finance and Economics\* (上海財經大學) in 1997 and 2003 respectively, and Master of Laws from Fudan University\* (復旦大學) in 2009. Mr. Chen has sufficient experience in finance, internal control and management. Mr. Chen Ji worked for Air China Limited Shanghai Branch Office\* (中國國際航空股份有限公司上海基地) as office supervisor from July 1997 to August 2001. Mr. Chen served as senior manager and partner of finance department of Xin Zhuo (China) Consulting Co., Ltd.\* (信卓(中國)諮詢有限公司金融部) from December 2003 to January 2006. Since February 2006, he joined Shanghai Hui Da Feng Law Firm\* (上海市匯達豐律師事務所) as paralegal and became lawyer and partner. Mr. Chen was vice-chairman of Shanghai Zhongji Investment Holding Co., Ltd.\* (上海中技投資控股股份有限公司), a company listed on The Shanghai Stock Exchange, for the period from November 2012 to November 2014. Mr. Chen was appointed as director and elected as chairman and chief executive officer of Zhejiang Xinlian Co., Ltd.\* (浙江信聯股份有限公司) on 2 March 2015 and 3 March 2015 respectively.

Save as disclosed herein, to the best of the Directors’ knowledge, information and belief having made reasonable enquiry, Mr. Chen (i) has no relationship with any Directors, supervisors and senior management or substantial shareholders or controlling shareholders of the Company; (ii) has interest in 2,648,000 H shares of the Company, representing approximately 0.33% of total issued share capital, within the meaning of Part XV of the Securities and Future Ordinance; and (iii) does not hold any position with the Company or its subsidiaries and does not have any other directorship held in listed public companies in the last three years.

Save as disclosed herein, the Company considers that in relation to the appointment of Mr. Chen, there is no information which is discloseable pursuant to any of the requirements under Rule 17.50(2)(h) to 17.50(2)(v) of the GEM Listing Rules and there is no other matter which needs to be brought to the attention of the shareholders of the Company.

The Company is proposed to enter into a service agreement with Mr. Chen for an initial term commencing on 13 April 2015 to next annual general meeting. Pursuant to the service contract of Mr. Chen, he is entitled to receive remuneration in the amount of RMB50,000 per month. The proposed remuneration of Mr. Chen was determined on the basis of the prevailing market rate and taking into account of his experience.

## **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF REMUNERATION COMMITTEE**

Following the Resignation of Mr. Chen, the Board is pleased to announce that Professor Shi Ping (師萍教授) (“Professor Shi”) has been appointed as independent non-executive Director and member of remuneration committee of the Company with effect from 13 April 2015.

The biographical particulars of Professor Shi are as follows:

Professor Shi Ping (師萍教授), aged 65, holds a doctorate degree and Chinese Certified Public Accountant qualification. Professor Shi served as a professor and doctoral tutor of School of Economics and Management at Northwestern University\* (西北大學) since November 1985. She was an independent supervisor of Xi'an Haitian Antenna Technologies Co., Ltd. from October 2002 to June 2013. The main social positions of Professor Shi include assessor of National Natural Science Foundation of China\* (國家自然科學基金), executive director of Accounting Society of Shaanxi Province\* (陝西會計學會), vice president of Shaanxi Cost Accounting Researching Association\* (陝西成本研究會), advisor of Xi'an Accounting Society\* (西安市會計學會), member of Shaanxi Province Senior Accountant (Including Senior Accountant) Assessment Committee\* (陝西省高級會計師(含正高級會計師)評委會), member of Shaanxi Province Senior Auditor Assessment Committee\* (陝西省高級審計師評委會), member of Shaanxi Province Senior Economist Assessment Committee\* (陝西省高級經濟師評委會), independent director of Xi'an International Medical Investment Co., Ltd.\* (西安國際醫學投資股份有限公司), independent director of Topsun Science and Technology Co., Ltd. (Guangyuyuan Chinese Medicine)\* (東盛科技股份有限公司(廣譽遠中藥)), independent director of Xi'an Hongsheng Technology Co., Ltd.\* (西安宏盛科技發展股份有限公司).

Save as disclosed herein, to the best of the Directors' knowledge, information and belief having made reasonable enquiry, Professor Shi (i) has no relationship with any Directors, supervisors and senior management or substantial shareholders or controlling shareholders of the Company; (ii) has no interest in the shares of the Company within the meaning of Part XV of the Securities and Future Ordinance; and (iii) does not hold any position with the Company or its subsidiaries and does not have any other directorship held in listed public companies in the last three years.

The Company is of the view that Professor Shi meets the independence requirements and has appropriate professional qualifications requirements of the GEM Listing Rules.

Save as disclosed herein, the Company considers that in relation to the appointment of Professor Shi, there is no information which is discloseable pursuant to any of the requirements under Rule 17.50(2)(h) to 17.50(2)(v) of the GEM Listing Rules and there is no other matter which needs to be brought to the attention of the shareholders of the Company.

The Company is proposed to enter into a service agreement with Professor Shi for an initial term commencing on 13 April 2015 to next annual general meeting. Pursuant to the service contract of Professor Shi, she is entitled to receive remuneration in the amount of RMB1,000 per month.

The proposed remuneration of Professor Shi was determined on the basis of the prevailing market rate and taking into account of her experience.

## **APPOINTEMENT OF CHAIRMAN OF AUDIT COMMITTEE**

Following the Resignation of Mr. Chen, the Board is pleased to announce that Ms. Huang Jing (黃婧女士) (“Ms. Huang”) has been appointed as chairman of audit committee of the Company with effect from 13 April 2015.

The biographical particulars of Ms. Huang are as follows:

Ms. Huang Jing (黃婧女士), aged 30, obtained Bachelor of Laws from Zhejiang Sci-Tech University\* (浙江理工大學) in 2006. Ms. Huang worked for Shanghai Florin Investment Management Co., Ltd.\* (上海豐瑞投資集團有限公司) as senior manager of legal department from December 2006 to March 2008. Since March 2008, she joined Shanghai Hui Da Feng Law Firm\* (上海市匯達豐律師事務所) as paralegal and trainee solicitor and became lawyer and partner. Ms. Huang was securities affairs representative of Shanghai Zhongji Investment Holding Co., Ltd.\* (上海中技投資控股股份有限公司) from May 2011 to January 2014. Ms. Huang was appointed as director of Zhejiang Xinlian Co., Ltd.\* (浙江信聯股份有限公司) on 2 March 2015.

Save as disclosed herein, to the best of the Directors’ knowledge, information and belief having made reasonable enquiry, Ms. Huang (i) has no relationship with any Directors, supervisors and senior management or substantial shareholders or controlling shareholders of the Company; (ii) has no interest in the shares of the Company within the meaning of Part XV of the Securities and Future Ordinance; and (iii) does not hold any position with the Company or its subsidiaries and does not have any other directorship held in listed public companies in the last three years.

The Company is of the view that Ms. Huang has appropriate accounting or related financial management expertise requirements of the GEM Listing Rules.

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

Xi’an, the People’s Republic of China, 13 April 2015

*As at the date of this announcement, the Board comprises Mr. Xiao Bing (肖兵先生) and Mr. Chen Ji (陳繼先生) being executive Directors; Mr. Sun Wenguo (孫文國先生), Mr. Li Wenqi (李文琦先生), Mr. Yan Feng (閔鋒先生) and Mr. Xie Yiqun (解益群先生) being non-executive Directors; and Mr. Zhang Jun (張鈞先生), Professor Shi Ping (師萍教授) and Ms. Huang Jing (黃婧女士) being independent non-executive Directors.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the 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, 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>.*

\* *For identification purposes only*