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西安海天天實業股份有限公司
XI'AN HAITIANTIAN HOLDINGS CO., LTD.*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 8227)

**INSIDE INFORMATION -
EQUITY TRANSFER INTENTION AGREEMENT WITH
XI'AN XIAO'S ANTENNA TECHNOLOGIES CO., LTD.* AND MR. LIAO KANG**

This announcement is made by Xi'an Haitiantian Holdings Co., Ltd.* (the "**Company**") 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 GEM ("**GEM**") of The Stock Exchange of Hong Kong Limited (the "**GEM Listing Rules**").

The board (the "**Board**") of directors (the "**Directors**") of the Company is pleased to announce that the Company entered into an equity transfer intention agreement on 14 May 2019 with Xi'an Xiao's Antenna Technologies Co., Ltd.* (西安肖氏天綫科技有限公司) ("**Xiao Antenna**") and Mr. Liao Kang (廖康先生) ("**Mr. Liao**"), pursuant to which Xiao Antenna and Mr. Liao intended to transfer all of their equity interests in Suzhou Haitian New Antenna Technologies Co., Ltd.* (蘇州海天新天綫科技有限公司) ("**Suzhou Haitian**") to the Company (the "**Intention Agreement**").

Pursuant to the Intention Agreement, Xiao Antenna and Mr. Liao are committed to integrate their existing intellectual property rights on relevant technology for new artificial dielectric lens antenna and technology research and development team into Suzhou Haitian. The negotiation of transfer consideration and trading means will be conducted on the basis of due diligence results, including but not limited to financial, legal and intellectual property rights, and valuation report of Suzhou Haitian. The terms of a legal binding equity transfer agreement will be determined after negotiation (the "**Equity Transfer Agreement**").

The Board considers that the Intention Agreement can promote the development of the Company in the mobile communication business and cooperate with the strategic development of the Company and market demand in the mobile communication industry.

INFORMATION ON SUZHOU HAITIAN, XIAO ANTENNA AND MR. LIAO

Suzhou Haitian is a limited company established in the People's Republic of China (the "**PRC**") in August 2017 and principally engaged in research and development, production, sales and provision of after-sales services in respect of mobile communications antenna products and electronic communications equipment, technology development and technical services in respect of communications and computer software, and design, technical advice and construction in respect of communications engineering. Suzhou Haitian is still at the research and development and patent application stage and does not have any profit. As at the

date of this announcement, Suzhou Haitian was awarded 8 patents in the PRC regarding antennas and was owned as to 52.50% by Xiao Antenna, 30.00% by the Company and 17.50% by Mr. Liao.

Xiao Antenna is a limited liability company established in the PRC and possesses a core technology of improving the performance of antennas. Xiao Antenna is beneficially owned as to 70.00% by Professor Xiao Liangyong (尚良勇教授) and 30.00% by Ms. Chen Jing (陳靜女士). Professor Xiao Liangyong is the father and Ms. Chen Jing is the spouse of Mr. Xiao Bing (尚兵先生), an executive Director. Xiao Antenna is therefore a connected person of the Company under the GEM Listing Rules.

Mr. Liao was an independent non-executive Director from 29 June 2016 to 30 August 2017 and possesses vast experience in the mobile communications industry.

GEM LISTING RULES IMPLICATIONS

As Xiao Antenna is connected person of the Company, the transaction under the Equity Transfer Agreement will constitute a connected transaction for the Company under Chapter 20 of the GEM Listing Rules. The Company will make further announcement regarding the Equity Transfer Agreement as and when appropriate to comply with requirements of the GEM Listing Rules.

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 Haitiantian Holdings Co., Ltd.*
Xiao Bing
Chairman

Xi'an, the PRC, 14 May 2019

As at the date of this announcement, the Board comprises Mr. Chen Ji (陳繼先生) and Mr. Xiao Bing (尚兵先生) being executive Directors; Mr. Sun Wenguo (孫文國先生), Mr. Li Wenqi (李文琦先生), Mr. Zuo Hong (左宏先生), Ms. Huang Jing (黃婧女士) and Mr. Yan Weimin (燕衛民先生) being non-executive Directors; and Mr. Zhang Jun (張鈞先生), Professor Shi Ping (師萍教授), Mr. Tu Jijun (涂繼軍先生) and Professor Lei Zhenya (雷振亞教授) 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 purpose only