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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.*

*(formerly known as 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)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The board (the “**Board**”) of directors (the “**Directors**”) of Xi'an Haitian Antenna Technologies Co., Ltd.* (the “**Company**”) is pleased to announce that resolutions will be proposed at the class meetings of the holders of the domestic shares and the H shares of the Company (the “**Class Meetings**”) and the extraordinary general meeting of the Company (the “**EGM**”) to be held on 14 February 2020 to consider and, if thought fit, approve, among other things, the proposed amendments to the articles of association of the Company (the “**Articles of Association**”).

PROPOSED CHANGE OF ACCOUNTING STANDARDS

Pursuant to Rule 18.04 of the Rules Governing the Listing of Securities on GEM (“**GEM**”) of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”), the Company could adopt China Accounting Standards for Business Enterprises for the preparation of its annual financial statements solely.

As the operations and assets of the Company and its subsidiaries (the “**Group**”) are principally located in the People's Republic of China (the “**PRC**”), the Board considers that the adoption of China Accounting Standards for Business Enterprises for the preparation of the Company's financial statements is more appropriate to present the financial performance and position of the Group.

PROPOSED CHANGE OF NOTICE PERIOD OF GENERAL MEETINGS AND CLASS MEETINGS

According to the “Reply of the State Council on the Adjustment of the Notice Period of the General Meetings and Other Matters Applicable to the Overseas Listed Companies (Guo Han [2019] No. 97)” * (《國務院關於調整適用在境外上市公司召開股東大會通知期限等事項規定的批覆》(國函[2019]97號)), the requirements on the notice period of general meetings, and shareholders' proposal right and convening procedures for general meetings of joint stock companies incorporated in the PRC and listed overseas shall be governed by the relevant provisions under the Company Law of the PRC* (《中華人民共和國公司法》), instead of the provisions under the “Special Provisions of the State Council on Overseas Share Raising and Listing of Joint Stock Companies”* (《國務院關於股份有限公司境外募集股份及上市的特別規定》).

The Board considers that change of the notice period of annual general meetings and extraordinary general meetings (including class meetings) to 20 days and 15 days respectively in the Articles of Association is conducive to business operations and decisions making of the Group.

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Board proposed to amend the Articles of Association in relation to:

- a) the proposed change of accounting standards (articles 6, 7, 156, 157, 158 and 206); and
- b) the proposed change of notice period of general meetings and class meetings (articles 50, 65, 67, 69 and 97).

The proposed amendments to the Articles of Association are set out below:

	Before amendments	After amendments
Article 6	Pursuant to the “Company Law”, “Special Regulations”, “Mandatory Provisions for Articles of Association of the Companies to be Listed Overseas” (“Mandatory Provisions”) and the relevant provisions of other laws and administrative regulations of the State, the Company amended the original Articles of Association (the “Original Articles of Association”) and formulated these Articles of Association (“these Articles of Association” and “these Articles”) by the Board under authorisation granted in the extraordinary general meeting held on 9 December 2019.	Pursuant to the “Company Law”, “Special Regulations”, “Mandatory Provisions for Articles of Association of the Companies to be Listed Overseas” (“Mandatory Provisions”) and the relevant provisions of other laws and administrative regulations of the State, the Company amended the original Articles of Association (the “Original Articles of Association”) and formulated these Articles of Association (“these Articles of Association” and “these Articles”) by the Board under authorisation granted in the extraordinary general meeting held on _____ 2020.”
Article 7	Upon the approval by the Board under authorisation granted in the extraordinary general meeting held on 9 December 2019, these Articles came into effect and replaced the Original Articles of Association. (Article 6 of the Mandatory Provisions)	Upon the approval by the special resolutions of the extraordinary general meeting held on _____ 2020, these Articles came into effect and replaced the Original Articles of Association. (Article 6 of the Mandatory Provisions)
Article 50	No changes in the register of shareholders due to the transfer of shares may be made within 30 days before the date of a general meeting or within 5 days before the record date for the Company’s distribution of dividends. (Article 38 of the Mandatory Provisions)	Closure of register of members in relation to general meeting and the record date for the Company’s distribution of dividends is subject to the relevant laws and regulations and listing rules of The Stock Exchange of Hong Kong Limited. (Article 38 of the Mandatory Provisions)
Article 65	Written notices of a general meeting shall be given 45 days before the date of the meeting to notify all of the shareholders in the share register of the matters to be considered, the date and the place of the meeting. A shareholder who intends to attend the general meeting shall deliver his written reply concerning attendance at the general meeting to the Company 20 days before the date of the meeting. (Article 53 of the Mandatory Provisions)	Written notices of an annual general meeting shall be given 20 days before the date of the meeting; written notices of an extraordinary general meeting shall be given 15 days before the date of the meeting, to notify all of the shareholders in the share register of the matters to be considered, the date and the place of the meeting. [The notice under this article is regarded as given on the day when the notice is sent to the postal authority by the company or the share registry appointed by the company]. (Article 53 of the Mandatory Provisions)
Article 67	The Company shall, based on the written replies received 20 days before the date of the general meeting, calculate the number of voting shares represented by the shareholders who intend to attend the meeting. If the number of voting shares represented by the shareholders who intend to attend the meeting reaches more than one half of the	

	<p>Company's total voting shares, the Company may hold the general meeting; if not, then the Company shall within 5 days notify the shareholders again by public announcement of the matters to be considered, and the place and date for the meeting. The Company may then hold the general meeting after such publication of announcement. Such announcement shall be advertised in newspapers and periodicals.</p> <p>An extraordinary general meeting shall not decide on any matter not specified in the notice of meeting. (Article 55 of the Mandatory Provisions)</p>	<p>A general meeting shall not decide on any matter not specified in the notice of meeting. (Article 55 of the Mandatory Provisions)</p>
Article 69	<p>Notice of general meeting shall be served on the shareholders (whether or not entitled to vote at the meeting), by hand or by prepaid airmail to their addresses as shown in the register of shareholders. For holders of domestic shares, notice of general meeting may be issued by way of public announcement.</p> <p>The public announcement referred to in the preceding paragraph shall be published in one or more newspapers designated by the securities governing authority under the State Council within the interval between 45 days and 50 days before the date of the meeting; after publication of such announcement, the holders of domestic shares shall be deemed to have received the notice of the relevant shareholders' meeting.</p> <p>The Company shall give notice to allow sufficient time for the holders of foreign shares, whose registered addresses are in Hong Kong, to exercise their rights or act in accordance with the terms stated in the notice. (Article 57 of the Mandatory Provisions)</p>	<p>Except as otherwise provided in this Articles of Association, notice of general meeting shall be served on the shareholders (whether or not entitled to vote at the meeting), by hand or by prepaid airmail to their addresses as shown in the register of shareholders. For holders of domestic shares, notice of general meeting may be issued by way of public announcement.</p> <p>The public announcement referred to in the preceding paragraph shall be published in one or more newspapers designated by the securities governing authority under the State Council; after publication of such announcement, the holders of domestic shares shall be deemed to have received the notice of the relevant shareholders' meeting.</p> <p>The notice of general meeting to holders of overseas listed foreign shares shall be published through the designated website of The Hong Kong Stock Exchange Limited and of the Company; after publication of such announcement, the holders of overseas listed foreign shares shall be deemed to have received the notice of the relevant shareholders' meeting. (Article 57 of the Mandatory Provisions)</p>
Article 97	<p>Written notice of a class meeting shall be given 45 days before the date of the class meeting to notify all of the shareholders in the share register of such class of the matters to be considered, the date and the place of the class meeting. A shareholder who intends to attend the class meeting shall deliver his written reply concerning attendance at the class meeting to the Company 20 days before the date of the class meeting. If the number of shares carrying voting rights at the class meeting represented by the shareholders who intend to attend the meeting reaches more than one half of the voting shares at the class meeting, the Company may hold the class meeting; if not, the Company shall within 5 days notify the shareholders again by public announcement of the matters to be considered, the date and the place for the class meeting. The Company may then hold the class meeting after publication of such announcement. Such announcement shall be advertised in newspapers.</p> <p>The quorum for each separate class meeting (other than an adjourned meeting) to consider a variation of the rights of any class of shares shall be the holders of at least one-third of the issued shares of that class. (Article 83 of the Mandatory Provisions)</p>	<p>Written notice of a class meeting shall be given 20 days for annual general meeting and 15 days for extraordinary general meeting before the date of the class meeting to notify all of the shareholders in the share register of such class of the matters to be considered, the date and the place of the class meeting. (Article 83 of the Mandatory Provisions)</p>

Article 156	<p>The financial statements of the Company shall, in addition to being prepared in accordance with PRC accounting standards and regulations, be prepared in accordance with either international accounting standards, or that of the place overseas where the Company's shares are listed. If there is any material difference between the financial statements prepared respectively in accordance with the two accounting standards, such difference shall be stated in the notes to the financial statements. When the Company is to distribute its after-tax profits of relevant fiscal year, the lower of the after-tax profits as shown in the two financial statements shall be adopted.</p> <p>(Article 134 of the Mandatory Provisions)</p>	<p>The financial statements of the Company shall, in addition to being prepared in accordance with PRC accounting standards and regulations, be prepared in accordance with either international accounting standards, or that of the place overseas where the Company's shares are listed. If there is any material difference between the financial statements prepared respectively in accordance with the two accounting standards, such difference shall be stated in the notes to the financial statements. When the Company is to distribute its after-tax profits of relevant fiscal year, the lower of the after-tax profits as shown in the two financial statements shall be adopted. If the relevant laws of the place overseas where the Company's shares are listed and / or listing rules permit the financial statements prepared in accordance with PRC accounting standards, the financial statements of the Company shall not be prepared in accordance with the international accounting standards, or that of the place overseas where the Company's shares are listed.</p> <p>(Article 134 of the Mandatory Provisions)</p>
Article 157	<p>Any result or financial information published or disclosed by the Company prepared in accordance with either international accounting standards or that of the place overseas where the Company's shares are listed may also be prepared in accordance with PRC accounting standards and regulations.</p> <p>(Article 135 of the Mandatory Provisions)</p>	<p>Any result or financial information published or disclosed by the Company prepared in accordance with either international accounting standards or that of the place overseas where the Company's shares are listed may also be prepared in accordance with PRC accounting standards and regulations. If the relevant laws of the place overseas where the Company's shares are listed and / or listing rules permit the financial information prepared in accordance with PRC accounting standards, the financial information of the Company shall not be prepared in accordance with the international accounting standards, or that of the place overseas where the Company's shares are listed.</p> <p>(Article 135 of the Mandatory Provisions)</p>
Article 158	<p>The Company shall send to every shareholder the directors' report and its annual accounts and the auditors' report thereon not less than 21 days before the date of the annual general meeting of the Company and not more than three months after the date upon which the financial period ended.</p> <p>The Company shall prepare, in respect of each of the first six months of each financial year of the Company, a half-year report containing at least the information required by the Listing Rules of the Growth Enterprise Market and publish the same not later than 45 days after the end of such period.</p> <p>The Company shall prepare, in respect of each of the first 3 and 9 months periods of each financial year of the Company, a quarterly report containing at least the information required by the Listing Rules of the Growth Enterprise Market and publish the same not later than 45 days after the end of such period.</p> <p>(Article 136 of the Mandatory Provisions)</p>	<p>The Company shall send to every shareholder the directors' report and its annual accounts and the accountants' report thereon not less than 21 days before the date of the annual general meeting of the Company and not more than three months after the date upon which the financial period ended.</p> <p>The Company shall prepare, in respect of each of the first six months of each financial year of the Company, a half-year report containing at least the information required by the Listing Rules of the Growth Enterprise Market and publish the same not later than 45 days after the end of such period.</p> <p>The Company shall prepare, in respect of each of the first 3 and 9 months periods of each financial year of the Company, a quarterly report containing at least the information required by the Listing Rules of the Growth Enterprise Market and publish the same not later than 45 days after the end of such period.</p> <p>(Article 136 of the Mandatory Provisions)</p>
Article 206	<p>In these Articles of Association, the meaning of an accounting firm shall be the same as that of "auditors".</p> <p>(Article 165 of the Mandatory Provisions)</p>	<p>In these Articles of Association, the meaning of an accounting firm shall be the same as that of "accountants".</p> <p>(Article 165 of the Mandatory Provisions)</p>

THE GENERAL

A circular containing, among other things, further information regarding the proposed amendments to the Articles of Association in relation to the proposed change of accounting standards, and the proposed change of notice period of general meetings and class meetings, together with the notices of the Class Meetings and the EGM, will be despatched to the shareholders of the Company on 31 December 2019.

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

Xi'an, the PRC, 23 December 2019

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. 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*