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If you are in doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional advisers.

If you have sold or transferred all your shares in Xi'an Haitian Antenna Technologies Co., Ltd.*, you should hand this circular together with the accompanying reply slip and proxy form at once to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

This circular is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities.

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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; AND NOTICE OF CLASS MEETINGS AND EXTRAORDINARY GENERAL MEETING

Capitalised terms used on this cover page, unless the content requires otherwise, shall have the same meanings ascribed to them in the section headed "Definitions" of this circular.

Notices convening the H Shareholders Class Meeting, the Domestic Shareholders Class Meeting and the EGM to be held on 14 February 2020 at Conference Room, Level 3, No.25 Shuoshi Road, Hi-tech Industrial Development Zone, Xi'an, Shaanxi Province, the PRC are set out on pages HCM-1 to 2, DCM-1 to 2 and EGM-1 to 2 of this circular, respectively.

The reply slips and proxy forms of the Class Meetings and the EGM are enclosed hereto.

Whether or not you are able to attend the Class Meetings and the EGM, you are requested to complete the enclosed reply slips and proxy forms in accordance with the instructions printed thereon and return them to the Company's head office at No.25 Shuoshi Road, Hi-tech Industrial Development Zone, Xi'an, Shaanxi Province, the PRC (Post Code: 710119) (for holders of Domestic Shares), or the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares), as soon as possible but in any event for reply slips, no later than 24 January 2020, and for the proxy form, not less than 24 hours before the time appointed for the holding of the Class Meetings and the EGM or any adjournment thereof (as the case may be). Completion and return of the proxy forms shall not preclude you from attending and voting in person at the Class Meetings and the EGM or any adjournment thereof (as the case may be) should you so wish.

This circular 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>.

31 December 2019

* for identification purpose only

CHARACTERISTICS OF GEM

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

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DEFINITIONS

In this circular, the following expressions have the following meanings, unless the context requires otherwise:

“Articles of Association”	the articles of association of the Company, as amended, revised or supplemented from time to time
“Board”	the board of Directors
“Class Meetings”	collectively, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting
“Company”	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 company incorporated in the PRC and whose H Shares are listed on GEM
“Director(s)”	director(s) of the Company
“Domestic Share(s)”	the domestic invested shares of nominal value of RMB0.10 each in the share capital of the Company, which are subscribed for in RMB
“Domestic Shareholders Class Meeting”	class meeting of the holders of the Domestic Shares to be convened to consider and, if though fit, approve, among other things, the proposed amendments to the Articles of Association
“EGM”	the extraordinary general meeting of the Company to be convened to consider and, if though fit, approve, among other things, the proposed amendments to the Articles of Association

* for identification purpose only

DEFINITIONS

“GEM”	GEM of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“Group”	the Company and its subsidiaries
“H Share(s)”	the overseas listed foreign invested shares of nominal value of RMB0.10 each in the share capital of the Company, which are listed on GEM and subscribed for and traded in HK\$
“H Shareholders Class Meeting”	class meeting of the holders of the H Shares to be convened to consider and, if though fit, approve, among other things, the proposed amendments to the Articles of Association
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	23 December 2019, being the latest practicable date prior to the printing of this circular for ascertaining certain information herein
“Mandatory Provisions”	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》)
“PRC”	the People’s Republic of China, for the propose of this circular, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, modified and supplemented from time to time
“Share(s)”	collectively, Domestic Shares and H Shares
“Shareholder(s)”	holders of Domestic Shares and H Shares

DEFINITIONS

“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed to it under the GEM Listing Rules
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“RMB”	Renminbi, the lawful currency of the PRC
“%”	per cent

If there is any inconsistency between the Chinese names of entities or enterprises established in the PRC and their English translations, the Chinese names shall prevail. The English translation of names in Chinese or another language which are marked with “” and the Chinese translation of names in English which are marked with “*” is for identification purpose only.*

If there is any discrepancy or inconsistency between Chinese version of Articles of Association and their English translation, the Chinese version shall prevail.

LETTER FROM THE BOARD



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)

Executive Directors:

Mr. Xiao Bing (*chairman*)
Mr. Chen Ji (*vice-chairman*)

Non-executive Directors:

Mr. Sun Wenguo
Mr. Li Wenqi
Mr. Zuo Hong
Ms. Huang Jing
Mr. Yan Weimin

Independent non-executive Directors:

Mr. Zhang Jun
Professor Shi Ping
Mr. Tu Jijun
Professor Lei Zhenya

Registered office:

No.25 Shuoshi Road
Hi-tech Industrial Development Zone
Xi'an, Shaanxi Province
The PRC

Principal place of business in Hong Kong:

Room B, 16th Floor
Yam Tze Commercial Building
23 Thomson Road
Wanchai
Hong Kong

31 December 2019

To the Shareholders

Dear Sir or Madam,

**PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION;
AND
NOTICE OF CLASS MEETINGS AND
EXTRAORDINARY GENERAL MEETING**

INTRODUCTION

On 23 December 2019, an announcement was made by the Company in respect of (a) the proposed change of accounting standards for the preparation of annual financial statements of the Company; (b) the proposed change of notice period of general meeting of the Company and class meeting for holders of the Domestic Shares and H Shares; and (c) the proposed amendments to the Articles of Association.

LETTER FROM THE BOARD

The purpose of this circular is to provide you with, among other things, further information regarding the resolutions to be proposed at the Class Meetings and the EGM for 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, and to give you the notices of the H Shareholders Class Meeting, the Domestic Shareholders Class Meeting and the EGM.

PROPOSED CHANGE OF ACCOUNTING STANDARDS

Pursuant to Rule 18.04 of 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 Group are principally located in the PRC, the Board considers the adoption of China Accounting Standards for Business Enterprises for the preparation of the Company's financial statements that 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 Meeting 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 Mandatory Provisions.

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.

* for identification purpose only

LETTER FROM THE BOARD

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 in the appendix to this circular.

THE CLASS MEETINGS AND THE EGM

Resolutions will be proposed at the Class Meetings and the EGM for the purpose of considering and, if thought fit, approving, among other things, the proposed amendments to the Articles of Association.

To the best of knowledge, information and belief of the Directors, as at the Latest Practicable Date, no Shareholder had any material interest in the proposed resolutions, and none of the Shareholders is required to abstain from voting in respect of the resolutions proposed at the Class Meetings and the EGM.

Notices convening the H Shareholders Class Meeting, the Domestic Shareholders Class Meeting and the EGM to be held on 14 February 2020 at Conference Room, Level 3, No.25 Shuoshi Road, Hi-tech Industrial Development Zone, Xi'an, Shaanxi Province, the PRC are set out on pages HCM-1 to 2, DCM-1 to 2 and EGM-1 to 2 of this circular, respectively. The reply slips and proxy forms of the Class Meetings and the EGM are enclosed hereto. Whether or not you are able to attend the Class Meetings and the EGM, you are requested to complete the enclosed reply slips and proxy forms in accordance with the instructions printed thereon and return them to the Company's head office at No.25 Shuoshi Road, Hi-tech Industrial Development Zone, Xi'an, Shaanxi Province, the PRC (Post Code: 710119) (for holders of Domestic Shares), or the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares), as soon as possible but in any event for reply slips, no later than 24 January 2020, and for the proxy forms, not less than 24 hours before the time appointed for the holding of the Class Meetings and the EGM or any adjournment thereof (as the case may be). Completion and return of the proxy forms shall not preclude you from attending and voting in person at the Class Meetings and the EGM or any adjournment thereof (as the case may be) should you so wish.

LETTER FROM THE BOARD

An announcement of the poll results of the Class Meetings and the EGM will be published on the websites of the Stock Exchange and of the Company after the Class Meetings and the EGM.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company shall be closed from 15 January 2020 to 14 February 2020 (both days inclusive), during which period no transfer of Shares can be registered. Holders of the Domestic Shares and H Shares whose names appear on the register of members of the Company at the close of business on 14 January 2020 shall be entitled to attend and vote at the Class Meetings and the EGM. In order to qualify to attend and vote at the Class Meetings and the EGM, all instruments of transfer must be delivered to the Company's head office at No.25 Shuoshi Road, Hi-tech Industrial Development Zone, Xi'an, Shaanxi Province, the PRC (Post Code: 710119) (for holders of Domestic Shares), or the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712 – 1716, 17 Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares), no later than 4:30 p.m. on 14 January 2020.

RESPONSIBILITY STATEMENT

This circular, 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 circular 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 circular misleading.

This circular has been prepared in both English and Chinese. In the case of any discrepancy, except for the English translation of Chinese names of entities or enterprises established in the PRC and the Articles of Association, the English version shall prevail.

LETTER FROM THE BOARD

RECOMMENDATIONS

The Board considers that the resolutions set out in the notices of the Class Meetings and the EGM are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of all the resolutions as set out in the notices of the Class Meetings and the EGM.

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

* *for identification purpose only*

The proposed amendments to the Articles of Association are as follows:

	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)

	Before amendments	After amendments
Article 65	<p>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.</p> <p>(Article 53 of the Mandatory Provisions)</p>	<p>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.</p> <p>(Article 53 of the Mandatory Provisions)</p>
Article 67	<p>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 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.</p> <p>(Article 55 of the Mandatory Provisions)</p>	<p>A general meeting shall not decide on any matter not specified in the notice of meeting.</p> <p>(Article 55 of the Mandatory Provisions)</p>

	Before amendments	After amendments
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.</p> <p>(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.</p> <p>(Article 57 of the Mandatory Provisions)</p>

	Before amendments	After amendments
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.</p> <p>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.</p> <p>(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.</p> <p>(Article 83 of the Mandatory Provisions)</p>

	Before amendments	After amendments
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>

	Before amendments	After amendments
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>

NOTICE OF CLASS MEETING FOR HOLDERS OF H SHARES



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)

NOTICE OF H SHAREHOLDERS CLASS MEETING

NOTICE IS HEREBY GIVEN the class meeting (the “**H Shareholders Class Meeting**”) for the holders of the overseas listed foreign invested shares (the “**H Shares**”) of Xi'an Haitian Antenna Technologies Co., Ltd.* (the “**Company**”) will be held on 14 February 2020 at 2:30 p.m. at Conference Room, Level 3, No.25 Shuoshi Road, 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 following resolution.

SPECIAL RESOLUTION

“THAT

- (a) the amendments to the articles of association of the Company (the “**Articles of Association**”) as more particularly described in the appendix to the circular of the Company dated 31 December 2019 be and are hereby approved; and
- (b) the Board be and is hereby authorised to make such adjustments or other amendments to the Articles of Association as it considers necessary or otherwise appropriate in connection with the proposed amendments or as may be required by the relevant regulatory authorities, and to file the amended Articles of Association with the relevant authorities for approval, endorsement and/or registration as appropriate, and to do or authorise doing all such acts, matters and things as it may in its absolute discretion consider necessary, expedient or desirable to give effect to and implement the amendments to the Articles of Association.”

By order of the Board

Xi'an Haitian Antenna Technologies Co., Ltd.*

Xiao Bing

Chairman

Xi'an, the PRC, 31 December 2019

NOTICE OF CLASS MEETING FOR HOLDERS OF H SHARES

Notes:

1. The register of members of the Company shall be closed from 15 January 2020 to 14 February 2020 (both days inclusive), during which period no transfer of Shares can be registered.
2. Holders of H Shares whose names appear on the register of members of the Company at the close of business on 14 January 2020 shall be entitled to attend and vote at the H 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 H 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 H Shares registrar, Computershare Hong Kong Investor Services Limited, not less than 24 hours before the time appointed for holding the H Shareholders Class Meeting or any adjournment thereof (as the case may be). 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 H Shareholders Class Meeting.
5. Shareholders who intend to attend the H Shareholders Class Meeting should complete and return the enclosed reply slip by hand or by post to the Company's H Shares registrar, Computershare Hong Kong Investor Services Limited, no later than 24 January 2020.
6. Shareholders or proxies attending the H 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 H Shares registrar is as follows:

17M Floor
Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong

* *for identification purpose only*

NOTICE OF CLASS MEETING FOR HOLDERS OF DOMESTIC SHARES



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)

NOTICE OF DOMESTIC SHAREHOLDERS CLASS MEETING

NOTICE IS HEREBY GIVEN the class meeting (the “**Domestic Shareholders Class Meeting**”) for the holders of the domestic shares (the “**Domestic Shares**”) of Xi'an Haitian Antenna Technologies Co., Ltd.* (the “**Company**”) will be held on 14 February 2020 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) at Conference Room, Level 3, No.25 Shuoshi Road, 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 following resolution.

SPECIAL RESOLUTION

“**THAT**

- (a) the amendments to the articles of association of the Company (the “**Articles of Association**”) as more particularly described in the appendix to the circular of the Company dated 31 December 2019 be and are hereby approved; and
- (b) the Board be and is hereby authorised to make such adjustments or other amendments to the Articles of Association as it considers necessary or otherwise appropriate in connection with the proposed amendments or as may be required by the relevant regulatory authorities, and to file the amended Articles of Association with the relevant authorities for approval, endorsement and/or registration as appropriate, and to do or authorise doing all such acts, matters and things as it may in its absolute discretion consider necessary, expedient or desirable to give effect to and implement the amendments to the Articles of Association.”

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

Xi'an, the PRC, 31 December 2019

NOTICE OF CLASS MEETING FOR HOLDERS OF DOMESTIC SHARES

Notes:

1. The register of members of the Company shall be closed from 15 January 2020 to 14 February 2020 (both days inclusive), during which period no transfer of Shares can be registered.
2. Holders of Domestic Shares whose names appear on the register of members of the Company at the close of business on 14 January 2020 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 not less than 24 hours before the time appointed for holding the Domestic Shareholders Class Meeting or any adjournment thereof (as the case may be). 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 24 January 2020.
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.25 Shuoshi Road
Hi-tech Industrial Development Zone
Xi'an, Shaanxi Province
The PRC
Post Code: 710119

* *for identification purpose only*

NOTICE OF EXTRAORDINARY GENERAL MEETING



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)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN the extraordinary general meeting (the “EGM”) of Xi’an Haitian Antenna Technologies Co., Ltd.* (the “**Company**”) will be held on 14 February 2020 at 3:00 p.m. (or as soon as the class meeting of the holders of domestic shares of the Company to be convened at the same date and place at 2:45 p.m. shall conclude or adjourn) at Conference Room, Level 3, No.25 Shuoshi Road, 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 following resolution.

SPECIAL RESOLUTION

“**THAT**

- (a) the amendments to the articles of association of the Company (the “**Articles of Association**”) as more particularly described in the appendix to the circular of the Company dated 31 December 2019 be and are hereby approved; and
- (b) the Board be and is hereby authorised to make such adjustments or other amendments to the Articles of Association as it considers necessary or otherwise appropriate in connection with the proposed amendments or as may be required by the relevant regulatory authorities, and to file the amended Articles of Association with the relevant authorities for approval, endorsement and/or registration as appropriate, and to do or authorise doing all such acts, matters and things as it may in its absolute discretion consider necessary, expedient or desirable to give effect to and implement the amendments to the Articles of Association.”

By order of the Board

Xi’an Haitian Antenna Technologies Co., Ltd.*

Xiao Bing

Chairman

Xi’an, the PRC, 31 December 2019

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notes:

1. The register of members of the Company shall be closed from 15 January 2020 to 14 February 2020 (both days inclusive), during which period no transfer of Shares can be registered.
2. Holders of Domestic Shares and H Shares whose names appear on the register of members of the Company at the close of business on 14 January 2020 shall be entitled to attend and vote at the EGM 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 EGM is herewith enclosed. In order to be valid, the proxy form must be deposited by hand or by post, for holders of Domestic Shares, to the Company's head office and, for holders of H Shares, to the Company's H Shares registrar, Computershare Hong Kong Investor Services Limited, not less than 24 hours before the time appointed for holding the EGM or any adjournment thereof (as the case may be). 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 EGM.
5. Shareholders who intend to attend the EGM should complete and return the enclosed reply slip by hand or by post, for holders of Domestic Shares, to the Company's head office and, for holders of H Shares, to the Company's H Shares registrar, Computershare Hong Kong Investor Services Limited, no later than 24 January 2020.
6. Shareholders or proxies attending the EGM 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.25 Shuoshi Road
Hi-tech Industrial Development Zone
Xi'an, Shaanxi Province
The PRC
Post Code: 710119

The address of the Company's H Share registrar is as follows:

17M Floor
Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong

* *for identification purpose only*