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哈尔滨电气股份有限公司

HARBIN ELECTRIC COMPANY LIMITED

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

(Stock Code: 1133)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Harbin Electric Company Limited (the “Company”) for the year of 2015 will be held at Conference Room, 17th Floor, Block B, 39 Sandadongli Road, Xiangfang District, Harbin, Heilongjiang Province, the People’s Republic of China on Friday, 27th May, 2016 at 9:00 a.m. for the following purposes:

AS ORDINARY BUSINESS

1. To consider and approve the Report of the Directors for the year ended 31st December, 2015;
2. To consider and approve the Report of the Supervisory Committee for the year ended 31st December, 2015;
3. To consider and approve the audited accounts and the auditor’s report for the period from 1st January, 2015 to 31st December, 2015;
4. To declare the 2015 dividend of RMB0.015 per share (appropriate tax included) to be paid on 28th July 2016;
5. To re-appoint BDO China Shu Lun Pan Certified Public Accountants LLP as the auditors of the Company for the 2016 financial statements of the Company and authorize the Board of Directors of the Company to fix their remuneration.

AS SPECIAL BUSINESS

6. To authorize the Board of Directors of the Company to appoint any person to fill casual vacancy in the Board of Directors or as an additional director, his term of office shall expire at the conclusion of the next general meeting of the Company;

7. To authorize the Board of Directors of the Company, in compliance with applicable laws and regulations and at times they deem appropriate, to allot, on one or more occasions as it deems appropriate, H-shares or domestic shares with an aggregate nominal amount not exceeding twenty percent (20%) of the aggregate nominal amount of the Company's issued shares as at the day of the passing of this resolution. The authorization will be valid for a period of 12 months commencing from the day of the passing of this resolution or remain valid until the conclusion of next following annual general meeting or until its revocation or alteration by a special resolution at a general meeting, whichever is the earliest. Conditional upon the above resolution to allot new shares being passed and implemented, the Board shall be authorized to make necessary amendments to clause 15 and clause 16 of the Articles of Association of the Company, so as to reflect the alterations to the Company's share capital structure and registered capital arising from the allotment of new shares.

By Order of the Board
Harbin Electric Company Limited
Ai Li-song
Company Secretary

Harbin, PRC, 6 April 2016

Registered Address:

Block 3, Nangang High Technology Production Base
Harbin, Heilongjiang Province
People's Republic of China

Correspondence Address:

Block B, No. 39 Sandadongli Road
Xiangfang District
Harbin, Heilongjiang Province
People's Republic of China

Notes:

1. For the purpose of determining Shareholders' entitlement to attend and vote at the AGM, the register of members of the Company will be closed from 27 April 2016 to 27 May 2016 (both dates inclusive) during which period no transfer of shares will be registered. Shareholders whose names appear on the register before book closure shall be entitled to attend and vote at the AGM. Persons buying shares of the Company during book closure shall not be entitled to attend and vote at the AGM. In order to be qualified for attending the AGM, all duly completed transfers of shares together with the relevant share certificates must be lodged with Hong Kong Registrars Limited, the Company's share registrar in Hong Kong, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on 26 April 2016.
2. For the purpose of determining Shareholders' entitlement to the 2015 final dividend, the register of members of the Company will be closed from 2 June 2016 to 6 June 2016 (both dates inclusive) during which period no transfer of shares will be registered. Shareholders whose names appear on the register of members as at 2 June 2016 are qualified for the final dividend which will be paid on 28 July 2016. In order to be qualified for the 2015 final dividend, all duly completed transfers of shares together with the relevant share certificates must be lodged with Hong Kong Registrars Limited, the Company's share registrar in Hong Kong, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on 1 June 2016.
3. Shareholders intending to attend the AGM shall give written reply to the Company at its correspondence address by 5:00 p.m. on 6 May 2016.
4. A Shareholder entitled to attend and vote at the AGM is entitled to appoint one or more persons (whether or not a Shareholder) as his proxy to attend and vote on his behalf.
5. To be valid, the form of proxy, together with a notarially certified power of attorney or other document of authority, if any, under which the form is signed, must be deposited at the correspondence address of the Company not less than 24 hours before the time appointed for holding the AGM.

As at the date of this announcement, the executive directors of the Company are Mr. Wu Wei-zhang, Mr. Zhang Ying-jian and Mr. Song Shi-qi; the non-executive director of the Company is Mr. Zou Lei; and the independent non-executive directors of the Company are Mr. Yu Bo, Mr. Liu Deng-qing and Mr. Yu Wen-xing.