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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 2014 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, 15 May 2015 at 9:00 a.m. for the following purposes:

AS ORDINARY BUSINESS

1. To consider and approve the Report of the Directors of the Company for the year ended 31 December 2014;
2. To consider and approve the Report of the Supervisory Committee of the Company for the year ended 31 December 2014;
3. To consider and approve the audited accounts and the auditor’s report of the Company for the period from 1 January 2014 to 31 December 2014;
4. To declare the 2014 final dividend of the Company of RMB0.04 per share (appropriate tax included) to be paid on 23 July 2015.

AS SPECIAL BUSINESS

5. To authorize the Board of Directors of the Company to appoint any person to fill in a 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;
6. To authorize the Board of Directors of the Company to appoint auditors and fix their remuneration;

7. To appoint Mr. Yu Wen-xing as an independent non-executive director of the Company, his term of office shall expire upon the election of new session of the Board of Directors and he shall not receive any remuneration from the Company.

By order of the Board
Gao Xu-guang
Company Secretary

Harbin, PRC, 20 March 2015

Registered Office of the Company:

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

Office Address of the Company:

Block B, 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 Annual General Meeting, the register of members of the Company will be closed from 15 April 2015 to 15 May 2015 (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 Annual General Meeting. Persons buying shares of the Company during the period of book closure shall not be entitled to attend and vote at the Annual General Meeting. In order to qualify for attending the Annual General Meeting, all completed transfers of shares accompanied with the relevant share certificates must be lodged with the Company's Registrar in Hong Kong, namely, Hong Kong Registrars Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong no later than 4:30 p.m. on 14 April 2015.
2. Shareholders intending to attend the Annual General Meeting shall give written reply to the Company at its office address by 5:00 p.m. on 24 April 2015.
3. A Shareholder entitled to attend and vote at the Annual General Meeting is entitled to appoint one or more persons (whether or not a shareholder of the Company) as his proxy to attend and vote on his behalf.
4. 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 office address of the Company not less than 24 hours before the time appointed for holding the Annual General Meeting.

As at the date of this announcement, the executive Directors of the Company are Mr. Wu Wei-zhang, Mr. Zhang Ying-jian, Mr. Song Shi-qi and Mr. Shang Zhong-fu; 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.