

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

ANNOUNCEMENT OF POLL RESULTS OF THE 2014 ANNUAL GENERAL MEETING AND DIVIDEND PAYMENT

The board (the “Board”) of directors of Harbin Electric Company Limited (the “Company”) hereby announces the poll results of the annual general meeting of the Company for the year 2014 (“AGM”) held at the Conference Room on 17 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.. Mr. Gao Xiang-jun of Ruihua China CPAs, the auditor of the Company, was appointed as the scrutineer for the vote-taking at the meeting. Attorney Li Li-ping of Beijing Haiwen & Partners, the legal counsel of the Company as to PRC Law, was present at the meeting. All the resolutions set out in the notice of AGM were considered and duly passed by way of poll. The results of poll are as follow:

AS ORDINARY BUSINESS

- Resolution 1: To consider and approve the Report of the Directors for the year ended 31 December 2014. The total number of votes cast was 942,198,400, of which 942,198,400 voted for the resolution, representing 100% of the total number of votes; while 0 voted against the resolution, representing 0% of the total number of votes.
- Resolution 2: To consider and approve the Report of the Supervisory Committee for the year ended 31 December 2014. The total number of votes cast was 942,198,400, of which 942,198,400 voted for the resolution, representing 100% of the total number of votes; while 0 voted against the resolution, representing 0% of the total number of votes.
- Resolution 3: To consider and approve the audited accounts and the auditor’s report for the period from 1 January 2014 to 31 December 2014. The total number of votes cast was 942,198,400, of which 942,198,400 voted for the resolution, representing 100% of the total number of votes; while 0 voted against the resolution, representing 0% of the total number of votes.
- Resolution 4: To declare the 2014 final dividend of RMB0.04 per share (appropriate tax included) to be paid on 23 July 2015. The total number of votes cast was 942,526,400, of which 942,526,400 voted for the resolution, representing 100% of the total number of votes; while 0 voted against the resolution, representing 0% of the total number of votes.

AS SPECIAL BUSINESS

- Resolution 5: To authorize the Board of the Company to appoint any person to fill a casual vacancy in the Board or as an additional director, his term of office shall expire at the conclusion of the next general meeting of the Company. The total number of votes cast was 942,526,400, of which 942,526,400 voted for the resolution, representing 100% of the total number of votes; while 0 voted against the resolution, representing 0% of the total number of votes.
- Resolution 6: To authorize the Board of the Company to appoint auditors and fix their remuneration. The total number of votes cast was 904,284,657, of which 891,920,657 voted for the resolution, representing 98.63% of the total number of votes; while 12,364,000 voted against the resolution, representing 1.37% of the total number of votes.
- Resolution 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 and he shall not receive any remuneration from the Company. The total number of votes cast was 942,526,400, of which 942,526,400 voted for the resolution, representing 100% of the total number of votes; while 0 voted against the resolution, representing 0% of the total number of votes.

As more than 50% of the votes were cast in favour of the resolutions numbered 1 to 7 at the AGM, each of these resolutions was duly passed as an ordinary resolution of the Company.

As at the date of the AGM, the Company had a total of 1,376,806,000 shares of the Company in issue entitling their holders to vote on any resolution at the meeting. The Shareholders attending this meeting, in person or by proxy, held or represented 942,526,400 shares with voting rights. There were no shares entitling the holder to attend and vote only against the resolutions at this meeting. No Shareholder was required by the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited to abstain from voting on any resolution at this meeting.

CLOSURE OF REGISTER

The Register of members of the Company will be closed from 22 May 2015 to 28 May 2015 (both dates inclusive). Final dividend for 2014 will be distributed on 23 July 2015 to shareholders whose names appear in the Register of members of the Company on 22 May 2015. In order to qualify for the final dividend for 2014, all completed transfers accompanied with the relevant share certificates must be lodged with the Company's Registrar, 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 21 May 2015.

DIVIDEND TAX

Pursuant to the “PRC Individual Income Tax Law” (《中華人民共和國個人所得稅法》), the “PRC Implementation Regulations of the Individual Income Tax Law” (《中華人民共和國個人所得稅法實施條例》), the “Notice of the State Administration of Taxation in relation to the Administrative Measures on Preferential Treatment Entitled by Nonresidents under Tax Treaties (Tentative)” (《國家稅務總局關於印發〈非居民享受稅收協議待遇管理辦法(試行)〉的通知》), the Company will withhold and pay the individual income tax in respect of the dividend (bonus) received by the individual H Shareholders from the Company. The individual H Shareholders of the Company may be entitled to certain tax preferential treatments pursuant to the tax treaties between the PRC and the countries in which the individual H Shareholders are domiciled and the tax arrangements between Mainland China and Hong Kong (Macau). The Company will determine the capacity of the individual H Shareholders based on the registered address as recorded in the register of shareholders of the Company on the book closure date, i.e. 22 May 2015. The detailed arrangement will be as follows:

For individual H Shareholders who are Hong Kong or Macau residents, and those whose country of domicile has entered into a tax treaty with the PRC stipulating a dividend tax rate of 10%, the Company will withhold and pay individual income tax at the rate of 10% on behalf of the individual H Shareholders;

For individual H Shareholders whose country of domicile has entered into a tax treaty with the PRC stipulating a dividend tax rate of less than 10%, the Company will withhold and pay individual income tax at the rate of 10% on behalf of the individual H Shareholders. The individual H Shareholders may apply for refund of excess amount of individual income tax withheld by providing relevant information for approval by taxation authority;

For individual H Shareholders whose country of domicile has entered into a tax treaty with the PRC stipulating a dividend tax rate of over 10% but less than 20%, the Company will withhold and pay individual income tax at the actual rate stipulated by the relevant tax treaty on behalf of the individual H Shareholders;

For individual H Shareholders whose country of domicile has entered into a tax treaty with the PRC stipulating a dividend tax rate of 20% or has not entered into any tax treaties with the PRC, the Company will withhold and pay individual income tax at the rate of 20% on behalf of the individual H Shareholders;

According to the “PRC Tax Law” (《中華人民共和國稅法》), the Company will withhold and pay dividend income tax at the rate of 10% on behalf of the non-resident corporate shareholders.

By order of the Board
Harbin Electric Company Limited
Gao Xu-Guang
Company Secretary

Harbin, People’s Republic of China
15 May 2015

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.