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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)

**TERMS OF REFERENCE OF THE
NOMINATION COMMITTEE UNDER THE BOARD**

The Board of Directors (the “Board”) of Harbin Electric Company Limited (the “Company”) hereby announces that, the Board of the Company has approved the adjustment to the terms of reference of the special committees under the Board. The terms of reference of the Nomination Committee under the Board upon adjustment are as follows:

- (1) To make recommendations to the Board on its structure and composition;
- (2) To consider the criteria and procedures on appointment of directors and senior management, and to make recommendations thereon to the Board;
- (3) To extensively identify qualified candidates of directors and senior management;
- (4) To review candidates of directors and senior management and make recommendations thereon;
- (5) To carry out other duties as authorized or delegated by the Board.

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

Harbin, PRC
31 May 2017

As at the date of this announcement, the executive directors of the Company are Mr. Si Ze-fu, Mr. Wu Wei-zhang, Mr. Zhang Ying-jian and Mr. Song Shi-qi; and the independent non-executive directors of the Company are Mr. Liu Deng-qing, Mr. Yu Wen-xing, Mr. Hu Jian-min and Mr. Zhu Hong-jie.