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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 H SHARES CLASS MEETING**

**NOTICE IS HEREBY GIVEN** that the H Shares Class Meeting of Harbin Electric Company Limited (the “**Company**”) will be held at the conference room of the Company located at 1399 Chuangxinyi Road, Songbei District, Harbin, Heilongjiang Province, the PRC on Friday, 12 June 2020 at 9:30 a.m. (or immediately after the conclusion or adjournment of the annual general meeting), to consider the following matters:

### **SPECIAL RESOLUTION**

1. To authorize the board of directors of the Company to repurchase, on one or more occasions, as it deems appropriate and through The Stock Exchange of Hong Kong Limited, H shares of a total number not exceeding 10% of the total number of the Company's issued H shares as at the date of the passing of this resolution. The authorization will be valid from the date of the passing of this resolution (i) for a period of 12 months, or (ii) until the conclusion of the first annual general meeting, or (iii) until the revocation or alteration of this resolution through a special resolution by the Shareholders at a general meeting, or by the H Shareholders or the Domestic Shareholders at their respective class meetings, whichever is the earliest;

2. If the above resolution in relation to repurchase of H shares is passed and implemented, the board of directors of the Company shall be authorized to make necessary amendments to article 16 and article 17 of the Articles of Association of the Company, so as to reflect the alterations of the Company's share capital structure and registered capital arising from the repurchase.

By Order of the Board  
**Harbin Electric Company Limited**  
**Si Ze-fu**  
*Chairman*

Harbin, the PRC  
8 May 2020

*As at the date of this notice, the executive Directors are Mr. Si Ze-fu, Mr. Wu Weizhang and Mr. Zhang Ying-jian; and the independent non-executive Directors are Mr. Zhu Hong-jie, Mr. Yu Wen-xing, Mr. Hu Jian-min and Mr. Tian Min.*

Registered address and correspondence address of the Company:  
1399 Chuangxinyi Road  
Songbei District  
Harbin, Heilongjiang Province  
the PRC

*Notes:*

1. For the purpose of determining Shareholders' entitlement to attend and vote at the H Shares Class Meeting, the register of members of the Company will be closed from Saturday, 23 May 2020 to Friday, 12 June 2020 (both dates inclusive) during which period no transfer of shares will be registered. Holders of the H Shares (the "H Shareholders") whose names appear on the register before book closure shall be entitled to attend and vote at the H Shares Class Meeting. Persons buying shares of the Company during book closure shall not be entitled to attend and vote at the H Shares Class Meeting. In order to be qualified for attending the H Shares Class Meeting, all duly completed transfer documents 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 Friday, 22 May 2020.
2. Any H Shareholder entitled to attend and vote at the H Shares Class Meeting is entitled to appoint one or more persons (whether a Shareholder or not) as his/her proxy to attend and vote on his/her behalf.
3. 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 lodged with the Company's share registrar in Hong Kong, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 24 hours before the time fixed for holding the H Shares Class Meeting or any adjournment thereof.