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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)

**PROPOSED APPOINTMENT OF DIRECTORS OF THE NINTH
SESSION OF THE BOARD
AND
PROPOSED APPOINTMENT OF SHAREHOLDER
REPRESENTATIVE SUPERVISORS OF THE NINTH SESSION OF
THE SUPERVISORY COMMITTEE**

Reference is made to the announcement of the Company dated 11 May 2020 in respect of the postponement of change in composition of the eighth session of the Board and the Supervisory Committee.

**PROPOSED APPOINTMENT OF DIRECTORS OF THE NINTH SESSION
OF THE BOARD**

The Board passed a resolution at a meeting convened on 31 December 2020 to propose the re-elections of Mr. Si Ze-fu and Mr. Wu Wei-zhang as executive Directors, appointment of Mr. Sun Zhi-yong as executive Director, re-election of Mr. Hu Jian-min as independent non-executive Director, and appointments of Mr. He Yu, Mr. Chen Guo-qing and Mr. Tang Zhi-hong as independent non-executive Directors.

**PROPOSED APPOINTMENT OF SHAREHOLDER REPRESENTATIVE
SUPERVISORS OF THE NINTH SESSION OF THE SUPERVISORY
COMMITTEE**

The Supervisory Committee passed a resolution at a meeting convened on 31 December 2020 to propose the appointments of Mr. Qu Zhe, Mr. Liu Wei-min and Mr. Zhang Jun as Shareholder representative Supervisors.

The employee representative Supervisors will be elected at the employee representative meeting of the Company and are not subject to the Shareholders' approval. The Company will issue a further announcement when the relevant resolutions are approved at the employee representative meeting of the Company.

Pursuant to relevant laws and regulations and provisions of the Articles of Association, the aforesaid proposed appointments of Directors and Shareholder representative Supervisors shall be subject to the approval of the Shareholders at the Extraordinary General Meeting.

A circular containing, among other things, further details of the proposed appointments of Directors and Shareholder representative Supervisors, together with the notice of the Extraordinary General Meeting, will be dispatched to the Shareholders in due course.

Reference is made to the announcement of the Company dated 11 May 2020 in respect of the postponement of change in composition of the eighth session of the Board and the Supervisory Committee.

PROPOSED APPOINTMENT OF DIRECTORS OF THE NINTH SESSION OF THE BOARD

The Board passed a resolution at a meeting convened on 31 December 2020 to propose the re-elections of Mr. Si Ze-fu and Mr. Wu Wei-zhang as executive Directors, appointment of Mr. Sun Zhi-yong as the executive Director, re-election of Mr. Hu Jian-min as the independent non-executive Director, and appointments of Mr. He Yu, Mr. Chen Guo-qing and Mr. Tang Zhi-hong as independent non-executive Directors.

Mr. Zhang Ying-jian, an executive Director, and Mr. Zhu Hong-jie, Mr. Yu Wen-xing and Mr. Tian Min, independent non-executive Directors of the eighth session of the Board, will retire upon the conclusion of the Extraordinary General Meeting. Each of Mr. Zhang Ying-jian, Mr. Zhu Hong-jie, Mr. Yu Wen-xing and Mr. Tian Min has confirmed that he has no disagreement with the Board and there is no other matter relating to his retirement that needs to be brought to the attention of the Shareholders. The Board would like to express its sincere gratitude to Mr. Zhang Ying-jian, Mr. Zhu Hong-jie, Mr. Yu Wen-xing and Mr. Tian Min for their long-term contributions to the Company.

Biographical details of each of the Director candidates for the ninth session of the Board are as follows:

Candidates for Executive Directors

Mr. Si Ze-fu (“Mr. Si”), born in 1958, aged 62, holds an MBA degree and the title of senior engineer. He is currently an executive Director, chairman of the Board and party committee secretary of the Company, chairman of the board of directors and party committee secretary of HE. Mr. Si graduated from Tsinghua University and had served as the deputy factory manager, factory manager and party committee secretary of Dongfang Electrical Works, the deputy mayor of Deyang city, Sichuan province and deputy general manager, general manager, director, vice chairman and chairman of Dongfang Electrical Machinery Company Limited. He had served as vice chairman, general manager and deputy party group secretary of China Dongfang Electric Corporation, and the chairman of Dongfang Electric Corporation Limited. He had been the director, general manager and deputy party group secretary of China Dongfang Electric Corporation in 2008, and the legal representative of China Dongfang Electric Corporation in April 2009. He has been the chairman and party committee secretary of HE since May 2016 as well as the chairman and party committee secretary of the Company since July 2016.

Mr. Wu Wei-zhang (“Mr. Wu”), born in 1962, aged 58, is a senior engineer at researcher level with a doctor’s degree. He is currently an executive Director, president and standing committee member of the party committee of the Company, and director, general manager and party committee deputy secretary of HE. Mr. Wu graduated from Tsinghua University and joined HE in the same year. Mr. Wu had served as deputy director and deputy head of the turbine department of Electrical Machinery Institute of the Harbin Electrical Machinery Plant, deputy manager of hydropower workshop, deputy chief engineer, deputy head, deputy manager, chairman and manager of the product design department of the Electric Machinery Company. He also holds various social posts, including a member of the first session of academic committee of National Key Laboratory of Hydroelectric Power Generating Equipment (水力發電設備國家重點實驗室) and the vice chairman of the seventh session of council of China Energy Research Society (中國能源研究會). He has been appointed as executive Director of the Company since September 2000 and has been serving as the general manager of the Company since February 2010. He has been the president of the Company since March 2013.

Mr. Sun Zhi-yong (“Mr. Sun”), born in 1963, aged 57, holds a MBA degree and is a senior economist. He is currently the party committee deputy secretary of the Company and director and party committee deputy secretary of HE. Mr. Sun graduated from Jilin Normal University in 1987 and received a master’s degree in economics from Jilin University and an MBA degree from Guanghua School of Management of Peking University. Mr. Sun had served as deputy manager of the manager department of Huaneng Finance Company, deputy general manager and deputy party secretary of China Huaneng Technology Development Co., Ltd., deputy general manager and member of the party group of Huaneng Comprehensive Industry Co., Ltd., chairman and party secretary of Huaneng Information Industry Holding Co., Ltd., and assistant to the general manager of China Huaneng Group Co., Ltd. He had been the deputy

general manager and member of the party group of China Huaneng Group Co., Ltd. in July 2013, and has been the deputy secretary of the party committee of HE since January 2018, deputy secretary of the party committee of the Company since April 2018, and the director of HE since March 2019.

Candidates for Independent Non-Executive Directors

Mr. He Yu (“**Mr. He**”), born in 1957, aged 63 and is a senior engineer at researcher level with postgraduate degree and a doctor’s degree in management. He is currently an external director of China Reform Holdings Corporation Ltd. Mr. He graduated from Huazhong University of Science and Technology, and had served as deputy general manager of Guangdong Nuclear Power Joint Venture Co., Ltd., deputy general manager, member of the party group, general manager, chairman and secretary of the party committee of China General Nuclear Power Corporation in April 2010 (renamed in April 2013, formerly known as China Guangdong Nuclear Power Corporation Co., Ltd.). He retired in July 2020, and has been an external director of China Reform Holdings Corporation Ltd. since November 2020.

Mr. Hu Jian-min (“**Mr. Hu**”), born in 1954, aged 66 and is a senior engineer with a university degree. He is now an independent non-executive Director of the Company and an independent director of China First Heavy Industries. Mr. Hu graduated from Shandong Institute of Technology and started his career in 1974. He had served as chief engineer of Shandong Electric Power Industry Bureau (Shandong Electric Power Group Corporation), deputy general manager and member of the party committee of Huaneng Power International, Inc. and deputy chief engineer of China Huaneng Group, assistant to the general manager, executive director, general manager and secretary of the party committee of Hulunbuir Energy Development Co., Ltd. In 2009, he served as the chief engineer, deputy general manager and member of the party committee of China Huaneng Group. He retired in September 2014. He has been an independent director of China First Heavy Industries since May 2015 and an independent non-executive Director of the Company since March 2017.

Mr. Chen Guo-qing (“**Mr. Chen**”), born in 1964, aged 56, a senior engineer with postgraduate qualifications. He is now a director of China National Nuclear Power Co., Ltd. and a full-time external director of Central Enterprises. Mr. Chen graduated from Chongqing University and had served as deputy director and member of the party committee of the Three Gorges Dam Hydropower Station, assistant to the general manager and deputy chief engineer, chief engineer, member of the party committee, deputy general manager, secretary of the party committee and deputy general manager, general manager and deputy secretary of the party committee of China Yangtze Power Co., Ltd. He served as a director of China Yangtze Power Co., Ltd. from July 2018 to October 2020, a director of China General Nuclear Power Corporation since December 2018, and a full-time external director of Central Enterprises since July 2020.

Mr. Tang Zhi-hong (“Mr. Tang”), born in 1960, aged 60, is a senior engineer with a university degree and has now retired. Mr. Tang graduated from Jilin University and had served as secretary of party committee and president of Liaoning Jinzhou branch of the People’s Bank of China and director of Jinzhou branch of the State Administration of Foreign Exchange, vice president of Shenyang branch, president of Lanzhou branch, secretary and president of the party committee of Shanghai branch, secretary and director of the party committee of the Shenzhen management department of China Merchants Bank, member of the party committee and assistant to the president of China Merchants Bank. He had been the vice president and member of the party committee of China Merchants Bank in May 2006 and retired in April 2020.

Save as disclosed above, each of the Director candidates of the ninth session of the Board has confirmed that (i) he has not held any other position with the Company or any of its subsidiaries and has not held any other directorship in the past three years; (ii) he has no relationship with any other Directors, senior management or substantial shareholders of the Company or any of its subsidiaries; and (iii) as at the date of this announcement, he does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

In addition, each of the Director candidates for the ninth session of the Board has confirmed that there is no other information in relation to his re-election or appointment that needs to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules, and there is no other matter in relation to his re-election or appointment that needs to be brought to the attention of the Shareholders.

The Company has yet to fix the remuneration of the Directors of the ninth session of the Board, and will determine their remuneration in consideration of the duties of each of the Directors in the Company with reference to the directors’ remuneration of companies of similar businesses or scale. The Company will seek approval from the Shareholders at the Extraordinary General Meeting in respect of the remuneration of the Directors. Subject to the approval by the Shareholders at the Extraordinary General Meeting in respect of the re-election and appointment of Directors, the Company will enter into service contracts with the Directors. The term of office will be from the date of approval at the Extraordinary General Meeting until the next session of the Board.

PROPOSED APPOINTMENT OF SHAREHOLDER REPRESENTATIVE SUPERVISORS OF THE NINTH SESSION OF THE SUPERVISORY COMMITTEE

The Supervisory Committee passed a resolution at a meeting convened on 31 December 2020 to propose the appointments of Mr. Qu Zhe, Mr. Liu Wei-min and Mr. Zhang Jun as Shareholder representative Supervisors.

The employee representative Supervisors will be elected at the employee representative meeting of the Company and are not subject to the Shareholders' approval. The Company will issue a further announcement when the relevant resolutions are approved at the employee representative meeting of the Company.

The Shareholder representative Supervisors of the eighth session of the Supervisory Committee, Mr. Feng Yongqiang, Mr. Chen Guang and Mr. Zhu Pengtao, will retire upon the conclusion of the Extraordinary General Meeting. Each of Mr. Feng Yongqiang, Mr. Chen Guang and Mr. Zhu Pengtao has confirmed that he has no disagreement with the Board and the Supervisory Committee and there is no other matter relating to retirement that needs to be brought to the attention of Shareholders. The Board would like to express its sincere gratitude to Mr. Feng Yongqiang, Mr. Chen Guang and Mr. Zhu Pengtao for their long-term contributions to the Company.

Biographical details of each of the Shareholder representative Supervisors of the ninth session of the Supervisory Committee are as follows:

Candidates for Shareholder Representative Supervisors

Mr. Qu Zhe (“**Mr. Qu**”), born in 1962, aged 58, is a senior engineer with a postgraduate degree. He now serves as the assistant to the general manager of HE. Mr. Qu graduated from Harbin Shipbuilding Engineering Institute (now known as Harbin Engineering University) with a master's degree in 1988 and joined HE in the same year. He had served as assistant engineer, business representative in Pakistan, engineer and deputy general manager of Harbin Power Station Equipment Import And Export Company, deputy manager of operation and development department, chief engineer, assistant to the general manager, executive deputy general manager, general manager, chairman and party committee secretary of Harbin Power Engineering Company Limited (now known as Harbin Electric International Company Limited) and the deputy general manager of the Company. He served as vice-president of the Company from March 2013 to December 2020 and the assistant to the general manager of HE since April 2013.

Mr. Liu Wei-min (“**Mr. Liu**”), born in 1966, aged 54, is a senior engineer at researcher level with a postgraduate degree. He now serves as the general manager of the audit and supervision department of HE and the Company. Mr. Liu graduated from Xi'an Jiaotong University in 1989, and received an MBA degree from Harbin Institute of Technology. Mr. Liu had served as the secretary to the general manager office of Harbin Turbine, deputy chief economist, deputy director of the administration department and director to the general manager office of Harbin Turbine Company Limited, assistant to the general manager and party committee member of HE, deputy general manager of Harbin Electric Machinery Co., Ltd., secretary of the disciplinary committee of Harbin Boiler Factory Co., Ltd, deputy manager and manager of the audit department of HE and the Company. He has been serving as general managers of the audit and supervision department of HE and the Company since December 2019.

Mr. Zhang Jun (“Mr. Zhang”), born in 1972, aged 48, is a certified public accountant and senior engineer at researcher level with a postgraduate degree. He now serves as the chief accountant of Harbin Boiler Factory Co., Ltd. Mr. Zhang graduated from the Faculty of Business of Heilongjiang (now known as Harbin University of Commerce) in 1995, and received an MBA degree from Harbin Institute of Technology. Mr. Zhang served as deputy manager and manager of the financial planning division the Company, deputy general manager of HE Finance Company Limited (哈電集團財務有限責任公司), chief accountant of HE Harbin Power Station Valve Co., Ltd., chief accountant of Harbin Electric Power Equipment Co., Ltd., chief accountant of Harbin Electric Corporation Jiamusi Electric Machine Co., Ltd., and deputy manager of the economic operation department of HE and the Company. He has served as the chief accountant of Harbin Boiler Factory Co., Ltd. since December 2019.

Save as disclosed above, each of the Shareholder representative Supervisors of the ninth session of the Supervisory Committee has confirmed that (i) he has not held any other position with the Company or any of its subsidiaries and has not held any other directorship in the past three years; (ii) he has no relationship with any other Directors, senior management or substantial shareholders of the Company or any of its subsidiaries; and (iii) as at the date of this announcement, he does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

In addition, each of the Shareholder representative Supervisors candidates for the ninth session of the Supervisory Committee has confirmed that there is no other information in relation to his appointment that needs to be disclosed pursuant to the requirements of Rule 13.51(2) (h) to (v) of the Listing Rules, and there is no other matter in relation to his appointment that needs to be brought to the attention of the Shareholders.

The Company has yet to fix the remuneration of the Shareholder representative Supervisors of the ninth session of the Supervisory Committee, and will determine their remuneration in consideration of the duties of each of the Shareholder representative Supervisors in the Company with reference to the supervisors’ remuneration of companies of similar businesses or scale. The Company will seek approval from the Shareholders at the Extraordinary General Meeting in respect of the remuneration of the Shareholder representative Supervisors. Subject to the approval by the Shareholders at the Extraordinary General Meeting in respect of the appointment of Shareholder representative Supervisors, the Company will enter into service contracts with the Shareholder representative Supervisors. The term of office will be from the date of approval at the Extraordinary General Meeting until the next session of the Supervisory Committee.

Pursuant to the relevant laws and regulations and provisions of Articles of Association, the aforesaid proposed to appointments of Directors and Shareholder representative Supervisors shall be subject to the approval of the Shareholders at the Extraordinary General Meeting.

A circular containing, among other things, further details of the proposed appointments of Directors and Shareholder representative Supervisors, together with the notice of the Extraordinary General Meeting, will be dispatched to the Shareholders in due course.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions have the following meanings:

“Articles of Association”	the articles of association of the Company;
“Board”	the board of Directors;
“Company”	Harbin Electric Company Limited (哈爾濱電氣股份有限公司), a company incorporated in the PRC with limited liability, the H shares of which are listed on the Main Board of the Stock Exchange;
“controlling shareholder(s)”	has the meaning ascribed to it in the Listing Rules;
“Director(s)”	the director(s) of the Company;
“Extraordinary General Meeting”	the extraordinary general meeting of the Company to be held to consider, and, if thought fit, approve, among other things, the re-elections and appointments of Directors and the appointments of Shareholder representative Supervisors;
“HE”	Harbin Electric Corporation Co., Ltd. (哈爾濱電氣集團有限公司), the controlling shareholder of the Company;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“PRC”	the People’s Republic of China but excluding, for the purposes of this announcement, Hong Kong, the Macau Administrative Region of the PRC and Taiwan;
“shareholder(s)”	holder(s) of shares of the Company;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;

“Supervisor(s)” the supervisor(s) of the Company;

“Supervisory Committee” the Supervisory Committee of the Company.

** For reference purposes only, the Chinese names of the PRC entities have been translated into English in this announcement. In the event of any discrepancies between the Chinese names of these PRC entities and their respective English translations, the Chinese version shall prevail.*

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

Harbin, PRC
31 December 2020

As at the date of this announcement, the executive directors of the Company are Mr. Si Ze-fu, Mr. Wu Wei-zhang and Mr. Zhang Ying-jian; and the independent nonexecutive directors of the Company are Mr. Zhu Hong-jie, Mr. Yu Wen-xing, Mr. Hu Jian-min and Mr. Tian Min.