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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 2023 AGM of Harbin Electric Company Limited (the “**Company**”) will be held at Conference Room of the Company located at 1399 Chuangxinyi Road, Songbei District, Harbin, Heilongjiang Province, the PRC on Friday, 24 May 2024 at 9:00 a.m. to consider and, if thought fit, pass the following resolutions. Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the circular dated 23 April 2024 issued by the Company (the “**Circular**”).

ORDINARY RESOLUTIONS

1. To consider and approve the Directors’ Report of the Company for the year ended 31 December 2023;
2. To consider and approve the Report of the Board of Supervisors of the Company for the year ended 31 December 2023;
3. To consider and approve the audited accounts and the auditor’s report of the Company for the period from 1 January 2023 to 31 December 2023;
4. To declare the 2023 final dividend of RMB0.052 per share (tax included) of the Company to be paid on 24 July 2024;
5. To appoint Da Hua Certified Public Accountants (Special General Partnership) as auditor of the Company for the 2024 financial statements of the Company and authorize the Board of Directors to fix its remuneration;

6. To re-elect Mr. Huang Wei as an executive Director of the Company without director remuneration; and
7. To re-elect Mr. Pan Qi-long as an independent non-executive Director of the Company without director remuneration.

SPECIAL RESOLUTIONS

8. To grant the Board to appoint any person either to fill a casual vacancy of the Board or as an additional Director, his/her term of office shall expire at the conclusion of the next AGM of the Company;
9. To authorize the Board to carry out one-off repurchase or repurchase by tranches of H shares of not more than 10% of the total issued H shares of the Company at the date of passing this resolution through the Stock Exchange as deemed appropriate timing. The valid term of the authorization is 12 months commencing from the date of passing such resolution or until the conclusion of the first AGM after passing such resolution or its revocation or alternation through a special resolution at a general meeting thereafter, whichever is the earliest; and
10. Conditional upon the above resolution for Repurchase Mandate being passed and implemented, the Board 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 to the Company's total number of issued shares, share capital structure and registered capital arising from the repurchase of H shares.

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

Harbin, the PRC
23 April 2024

As at the date of this notice, the executive Directors of the Company are Mr. Cao Zhi-an and Mr. Huang Wei; and the independent non-executive Directors of the Company are Mr. He Yu, Mr. Hu Jian-min, Mr. Tang Zhi-hong and Mr. Pan Qi-long.

Notes:

1. For the purpose of determining Shareholders' entitlement to attend and vote at the AGM, the register of members of the Company will be closed from Tuesday, 21 May 2024 to Friday, 24 May 2024 (both dates inclusive) during which period no transfer of shares will be registered. Shareholders whose names appear on the register on Tuesday, 21 May 2024 shall be entitled to attend and vote at the AGM. Persons buying shares of the Company during book closure shall not be entitled to attend and vote at the AGM. In order to be qualified for attending the AGM, all duly completed transfers of shares 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 (for the holders of the H Shares only) or the Company's principal place of business in the PRC at 1399 Chuangxinyi Road, Songbei District, Harbin, Heilongjiang Province, the PRC (for the holders of the Domestic Shares only) not later than 4:30 p.m. on Monday, 20 May 2024.
2. For the purpose of determining Shareholders' entitlement to the 2023 final dividend, the register of members of the Company will be closed from Monday, 17 June 2024 to Friday, 21 June 2024 (both days inclusive), during which period no transfer of shares will be registered. Shareholders whose names appear on the register of members as at Monday, 17 June 2024 are qualified for the 2023 final dividend which will be paid on Wednesday, 24 July 2024. In order to be qualified for the 2023 final dividend, 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, in Hong Kong, Hong Kong, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for the holders of the H Shares only) or the Company's principal place of business in the PRC at 1399 Chuangxinyi Road, Songbei District, Harbin, Heilongjiang Province, the PRC (for the holders of the Domestic Shares only) not later than 4:30 p.m. on Friday, 14 June 2024.
3. Any Shareholder entitled to attend and vote at the AGM is entitled to appoint one or more shareholder proxies (whether a Shareholder or not) to attend and vote on his/her 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 return the same to 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 (for the holders of the H Shares) or the Company's principal place of business in the PRC at 1399 Chuangxinyi Road, Songbei District, Harbin, Heilongjiang Province, the PRC (for the holders of the Domestic Shares) as soon as possible but in any event not less than 24 hours before the time fixed for holding AGM or any adjournment thereof, to ensure the validity of the above documents.
5. Completion and return of the proxy form will not preclude shareholders from attending and voting in person at the AGM. In such case, the proxy form will be deemed to be revoked.
6. Shareholders or their proxies are required to produce their own identification documents when attending the AGM.