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哈尔滨电气股份有限公司

HARBIN ELECTRIC COMPANY LIMITED

(incorporated in the People's Republic of China with limited liability)

(Stock Code: 1133)

CHANGE OF COMPANY SECRETARY

The Board announces that with effect from the close of the first meeting of the Seventh Board held by the Company on 5 January 2013:

1. Mr. Liu Zhi-quan resigned as the Company Secretary of the Company;
2. Mr. Gao Xu-Guang was appointed as the Company Secretary of the Company, and Mr. Tung Tat Chiu, Michael, the Joint Secretary of the Company, is responsible for assisting Mr. Gao to carry out the duties of the Company Secretary.

CHANGE OF COMPANY SECRETARY

The board (the “Board”) of directors of Harbin Electric Company Limited (the “Company”) announces that Mr. Liu Zhi-quan resigned as the Company Secretary of the Company with effect from the close of the first meeting of the Seventh Board held by the Company on 5 January 2013 (the “First Board Meeting”). Mr. Gao Xu-Guang (“Mr. Gao”) was appointed as the Company Secretary of the Company with effect from the close of the First Board Meeting, and Mr. Tung Tat Chiu, Michael (“Mr. Tung”), the Joint Secretary of the Company, is responsible for assisting Mr. Gao to carry out the duties of the Company Secretary. Mr. Liu Zhi-quan confirmed to the Board that there was not any disagreement between the Board and him and there were no circumstances in relation to his resignation which should be brought to the attention of the shareholders of the Company.

Mr. Gao was appointed as the Company Secretary of the Company and Mr. Tung, the Joint Secretary of the Company, is responsible for assisting Mr. Gao to carry out the duties of the Company Secretary with effect from 5 January 2013. Set out below are their respective biographies:

Mr. Gao, a senior engineer, studied Electrochemistry in Harbin Institute of Technology and was graduated with a bachelor's degree. He started his career in July 1994. He has been a director of the secretariat of the Board of the Company since March 2011 and became a supervisor representing staff and workers of the Company from 2003 to 2012. He has thorough understanding towards the work of the Board of the Company, and has extensive experience of working in a listed company. Mr. Gao was appointed as deputy director of the general manager's office, secretary of the Board and director of Corporate Development Center of Harbin Turbine Company Limited and head of Organization Department of the Party Committee of Harbin Turbine Company Limited.

Mr. Tung holds a Bachelor of Arts degree in law and accounting from the University of Manchester, U.K.. Mr. Tung is a practising solicitor in Hong Kong. He is the company secretary of various listed companies in Hong Kong and is an independent non-executive director of ICube Technology Holdings Limited (stock code: 139).

As Mr. Gao does not possess the relevant qualifications required under Rule 3.28 of the Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”), he does not meet the requirements under Rule 3.28 of the Listing Rules. The Company understands that the company secretary plays an important role in the corporate governance of a listed issuer, particularly in assisting the listed issuer as well as its directors in complying with the Listing Rules and the applicable company law. In view of the above, the Company has put in place the following arrangement:

- (a) Mr. Tung, the existing Joint Company Secretary of the Company, is responsible for assisting Mr. Gao so as to enable him to acquire the relevant experience (required under Note 2 to Rule 3.28 of the Hong Kong Listing Rules) to discharge the duties of a company secretary; and
- (b) Mr. Tung was reappointed as the Joint Company Secretary of the Company for a term of one year from 1 January 2013 subject to annual renewal by mutual agreement between the Company and Mr. Tung. It is expected that this arrangement will continue for a term of three years (the “Engagement Period”). During the Engagement Period, Mr. Gao will be provided with the secretarial support as described above. In addition, the Company will provide Mr. Gao with sufficient training through attending relevant external seminars and/or training courses (including the relevant professional training as required under Rule 3.29 of Listing Rules coming into effect on 1 January 2012). Upon expiry of the Engagement Period, the competency of Mr. Gao to discharge the duties of a company secretary of the Company and the need for on-going assistance will be further evaluated by the Company in order to determine whether the appointment of Mr. Gao as sole company secretary would satisfy requirements as stipulated in the Listing Rules.

The Company has applied to the Stock Exchange for, and has been granted, a waiver from strict compliance with Rules 3.28 and 8.17 of the Listing Rules.

Moreover, there was a typographical error in the English version of the announcement issued after the Board meeting on 6 January 2013. The Company wishes to clarify that “Tung Tat Chiu, Michael” should be the correct English name instead of the erroneously stated “Tong Da-zhao”.

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

Harbin, PRC, 17 January 2013

As at the date of this announcement, the executive Directors of the Company are Mr. Wu Weizhang and Mr. Shang Zhong-fu; the non-executive directors are Mr. Gong Jing-kun, Mr. Zou Lei, Mr. Zhang Ying-jian and Mr. Song Shi-qi; and the independent non-executive directors are Mr. Sun Chang-ji, Mr. Jia Cheng-bing, Mr. Yu Bo and Mr. Liu Deng-qing.