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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)**

## **CHANGE OF DIRECTORS AND LIST OF DIRECTORS AND THEIR ROLE AND FUNCTION**

Reference is made to the announcement dated 29 December 2017 of Harbin Electric Company Limited (the “**Company**”) in relation to resignation of Directors and their role and function (the “**Announcement**”). Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless the context otherwise requires.

The Board of the Company is pleased to announce that at the Board meeting of the Company (the “**Board Meeting**”) convened on 21 March 2018, it was resolved under the authority granted at the 2016 Annual General Meeting that Mr. Tian Min be appointed as the independent non-executive director of the Company with immediate effect. He will hold office until the conclusion of the next general meeting of the Company.

Meanwhile, the appointment of Mr. Tian Min as a chairman of audit committee and a member of nomination committee of the Board has been approved at the Board Meeting. Following the appointment of Mr. Tian Min as the independent non-executive director, a chairman of audit committee and a member of nomination committee of the Company, the Company is in compliance with Rules 3.10(2) and 3.21 of the Listing Rules and the requirements of code provision A.5.1 of the Corporate Governance Code.

### **Profile of Mr. Tian Min (“Mr. Tian”):**

Mr. Tian Min, born in November 1965, a holder of junior college diploma, a professoriate senior accountant, a recipient of special subsidy from the State Council, is currently a retiree and acts as the independent non-executive director of the Company. Mr. Tian started his career in 1974 and has been the director of finance and accounting division, deputy chief accountant, deputy general manager and chief accountant of Nanchang Aircraft Manufacturing Corporation (南昌飛機製造公司), the general manager of Hongdu Aviation Industry Co., Ltd. (洪都飛機工業有限公司), the chief accountant, deputy secretary of the Party committee, general manager, director, secretary of the Party committee as well as the President of Jiangxi Hongdu Aviation Industry (Group) Corporation Limited (江西洪都航空工業集團有限責任公司), the chief accountant and a member of the Party committee of China Aviation Industry Corporation II (中國航空工業第二集團公司), and the chief accountant and a member of the Party committee of Commercial Aircraft Corporation of China, Ltd. (中國商用飛機有限責任公司). He retires in May 2017 but acts as the independent non-executive director of the Company starting from 21 March 2018.

The remuneration of Mr. Tian, determined with reference to the independent non-executive directors' remuneration of companies with comparable business or scale to the Company, would be RMB 60,000 per annum.

Save as stated above, Mr. Tian did not hold any directorship in any other listed companies in Hong Kong or overseas in the past three years, nor does he have any other major appointments and professional qualifications. Save as disclosed above, Mr. Tian does not hold any other positions with the Company and other members of the Group.

Save as stated above, Mr. Tian does not have any relationship with any other directors, supervisors, senior management, substantial or controlling shareholders of the Company. Mr. Tian does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong.

In addition, there is no other information relating to Mr. Tian that required to be disclosed under Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules. Save as stated above, there is no other matter that needs to be brought to the attention of the shareholders of the Company.

The Board hereby welcomes Mr. Tian to join the Board.

Following the appointment of Mr. Tian as the independent non-executive director of the Company, members of the Board of the Company are as follows:

Executive directors: Mr. Si Ze-fu (Chairman), Mr. Wu Wei-zhang, Mr. Zhang Ying-jian, Mr. Song Shi-qi

Independent non-executive directors: Mr. Zhu Hongjie, Mr. Yu Wen-xing, Mr. Hu Jian-min, Mr. Tian Min

Following the appointment of Mr. Tian as a chairman of audit committee and a member of nomination committee of the Board of the Company, the membership information of the professional committees on which each Board member serves is as follows:

<b>Director</b>	<b>Committee</b>	<b>Strategy Development Committee</b>	<b>Audit Committee</b>	<b>Remuneration Committee</b>	<b>Nomination Committee</b>
Si Ze-fu					chairman
Wu Wei-zhang		chairman			
Zhang Ying-jian		member			
Song Shi-qi				member	
Zhu Hong-jie			member	member	
Yu Wen-xing		member	member	chairman	
Hu Jian-min		member			member
Tian Min			chairman		member

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

Harbin, PRC  
21 March 2018

*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. Zhu Hong-jie, Mr. Yu Wen-xing, Mr. Hu Jian-min and Mr. Tian Min.*