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DEFINITIONS

- “**Annual General Meeting**” means the annual general meeting of the Company, which shall be held in accordance with the provisions of the Companies Act, 1999, and the Companies (Incorporation) Third Amendment Act, 2019, and any amendments thereto, and shall be held at the registered office of the Company, or at such other place as may be determined by the Board of Directors, and shall be held on the 24th day of September, 2024;
- “**Affiliate**” means a person who is a subsidiary, holding company or associate company of the Company, or who is a subsidiary or holding company of another person who is an associate company of the Company; and
- “**Associate Company**” means a company in which the Company or any of its subsidiaries holds, directly or indirectly, not less than ten per cent of the total voting power; and
- “**Board**” means the Board of Directors of the Company; and
- “**Chairman**” means the Chairman of the Board of Directors of the Company; and
- “**Company**” means the Company, that is, Harbin Electric Group Limited, a company incorporated in India under the Companies Act, 1999, and the Companies (Incorporation) Third Amendment Act, 2019, and any amendments thereto, and having its registered office at B-100, 2nd Floor, Sector 44, Gurgaon, Haryana (India - 113301); and
- “**Director**” means a person who is a Director of the Company; and
- “**Director (Independent)**” means a person who is an Independent Director of the Company; and
- “**Director (Non-Independent)**” means a person who is a Director of the Company who is not an Independent Director; and
- “**Director (Executive)**” means a person who is a Director of the Company who is an Executive Director; and
- “**Director (Non-Executive)**” means a person who is a Director of the Company who is not an Executive Director; and
- “**Executive Director**” means a person who is a Director of the Company who is an Executive Director, and who is also a full-time employee of the Company; and
- “**Independent Director**” means a person who is a Director of the Company who is an Independent Director, and who is not a full-time employee of the Company; and
- “**Shareholder**” means a person who is a shareholder of the Company, and who is not a Director of the Company; and



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(1. (C. 1133) ... fI ...

LETTER FROM THE BOARD

I. INTRODUCTION

At the 2023 Annual Meeting of the Shareholders of the Company, the Shareholders elected Mr. Huang Wei as the Executive Director of the Company, Mr. Pan Qi-Long as the Independent Non-Executive Director of the Company, and Mr. Chen Wei as the Chairman of the Board of Directors of the Company. The Board of Directors of the Company is pleased to announce the re-election of Mr. Huang Wei as the Executive Director of the Company and the re-election of Mr. Pan Qi-Long as the Independent Non-Executive Director of the Company.

II. RE-ELECTION OF MR. HUANG WEI AS THE EXECUTIVE DIRECTOR OF THE COMPANY AND DETERMINATION OF HIS REMUNERATION, RE-ELECTION OF MR. PAN QI-LONG AS THE INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY AND DETERMINATION OF HIS REMUNERATION

Mr. Huang Wei was re-elected as the Executive Director of the Company at the 2023 Annual Meeting of the Shareholders of the Company. Mr. Pan Qi-Long was re-elected as the Independent Non-Executive Director of the Company at the 2023 Annual Meeting of the Shareholders of the Company.

At the 2023 Annual Meeting of the Shareholders of the Company, the Shareholders elected Mr. Huang Wei as the Executive Director of the Company, Mr. Pan Qi-Long as the Independent Non-Executive Director of the Company, and Mr. Chen Wei as the Chairman of the Board of Directors of the Company. The Board of Directors of the Company is pleased to announce the re-election of Mr. Huang Wei as the Executive Director of the Company and the re-election of Mr. Pan Qi-Long as the Independent Non-Executive Director of the Company.

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LETTER FROM THE BOARD

VII. RESPONSIBILITY STATEMENT

The Board of Directors of Harbin Electric Company Limited (the "Company") is responsible for the preparation and the fair presentation of the financial statements of the Company for the period ended 31 December 2017, and for such other matters as may be required by the applicable laws and regulations. The Board of Directors of the Company has approved the financial statements for the period ended 31 December 2017, and is responsible for the preparation and the fair presentation of the financial statements of the Company for the period ended 31 December 2017, and for such other matters as may be required by the applicable laws and regulations.

Ai Li-song,
Chairman of the Board
Harbin Electric Company Limited
Ai Li-song
Chairman of the Board

2018.1.10

10.06(1)(c) of the Act. C. D. D. D. D.

EXERCISE OF THE REPURCHASE MANDATE

D. C. 10% A. D., 675,571,000 C. A. B. 67,557,100 12 A. W.

D. C. W.

REASONS FOR AND BENEFITS OF REPURCHASE OF H SHARES

B. C. W.

FUNDING OF REPURCHASE OF H SHARES

B. C. A. C. W. C. W. C. W.

... of the Company's financial position, results of operations and cash flows for the period ended 31 December 2023) ...

... with the Board of Directors of the Company, with the Company's financial position, results of operations and cash flows for the period ended 31 December 2023 ...

DISCLOSURE OF INTERESTS

... of the Directors of the Company, with the Company's financial position, results of operations and cash flows for the period ended 31 December 2023 ...

... of the Company's financial position, results of operations and cash flows for the period ended 31 December 2023 ...

H SHARES REPURCHASE MADE BY THE COMPANY

... of the Company's financial position, results of operations and cash flows for the period ended 31 December 2023 ...

EFFECT OF TAKEOVERS CODES

... of the Company's financial position, results of operations and cash flows for the period ended 31 December 2023 ...

As of the end of the reporting period, the Company's total assets were RMB1,560,705,000, of which RMB1,000,000,000 were contributed by the Company's shareholders. The Company's total liabilities were RMB560,705,000, of which RMB300,000,000 were contributed by the Company's shareholders. The Company's total equity was RMB1,000,705,000, of which RMB608,013,900 were contributed by the Company's shareholders. The Company's total assets were RMB1,560,705,000, of which RMB1,000,000,000 were contributed by the Company's shareholders. The Company's total liabilities were RMB560,705,000, of which RMB300,000,000 were contributed by the Company's shareholders. The Company's total equity was RMB1,000,705,000, of which RMB608,013,900 were contributed by the Company's shareholders.

H SHARES MARKET PRICES

The following table sets out the highest and lowest traded market prices of the Company's H shares during the reporting period.

Time	Traded market price	
	Highest (\$)	Lowest (\$)
2023		
January 1 to January 31	3.99	3.45
February 1 to February 28	3.70	2.93
March 1 to March 31	3.35	2.73
April 1 to April 30	3.48	3.00
May 1 to May 31	3.19	2.37
June 1 to June 30	2.77	2.28
July 1 to July 31	2.75	2.22
August 1 to August 31	2.50	2.10
September 1 to September 30	2.11	1.92
2024		
January 1 to January 31	2.56	1.77
February 1 to February 28	2.48	2.05
March 1 to March 31	2.83	2.31
April 1 to April 30	2.61	2.13

NOTICE OF AGM

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7. *[Faint, illegible text]*

SPECIAL RESOLUTIONS

8. *[Faint, illegible text]*
9. *[Faint, illegible text]*
10. *[Faint, illegible text]*

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Harbin Electric Company Limited
Ai Li-song
[Faint text]

[Faint signature]
23 A , 2024

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NOTICE OF AGM

1.

The 2023 Annual General Meeting of the Association of the City of Vancouver will be held on Wednesday, June 21, 2024, at 4:30 p.m. (Pacific Standard Time) at the West Vancouver Convention Centre, West Vancouver, British Columbia. The meeting will be held in person at the West Vancouver Convention Centre, 1712-1716, 17th Street, West Vancouver, British Columbia, V8V 2K2 (for more information, please refer to the agenda on page 1399 of the Association's 2023 Annual Report). The meeting will be held in person at the West Vancouver Convention Centre, 1712-1716, 17th Street, West Vancouver, British Columbia, V8V 2K2 (for more information, please refer to the agenda on page 1399 of the Association's 2023 Annual Report). The meeting will be held in person at the West Vancouver Convention Centre, 1712-1716, 17th Street, West Vancouver, British Columbia, V8V 2K2 (for more information, please refer to the agenda on page 1399 of the Association's 2023 Annual Report).
2.

The 2023 Annual General Meeting of the Association of the City of Vancouver will be held on Wednesday, June 21, 2024, at 4:30 p.m. (Pacific Standard Time) at the West Vancouver Convention Centre, West Vancouver, British Columbia. The meeting will be held in person at the West Vancouver Convention Centre, 1712-1716, 17th Street, West Vancouver, British Columbia, V8V 2K2 (for more information, please refer to the agenda on page 1399 of the Association's 2023 Annual Report). The meeting will be held in person at the West Vancouver Convention Centre, 1712-1716, 17th Street, West Vancouver, British Columbia, V8V 2K2 (for more information, please refer to the agenda on page 1399 of the Association's 2023 Annual Report).
3.

The 2023 Annual General Meeting of the Association of the City of Vancouver will be held on Wednesday, June 21, 2024, at 4:30 p.m. (Pacific Standard Time) at the West Vancouver Convention Centre, West Vancouver, British Columbia.
4.

The 2023 Annual General Meeting of the Association of the City of Vancouver will be held on Wednesday, June 21, 2024, at 4:30 p.m. (Pacific Standard Time) at the West Vancouver Convention Centre, West Vancouver, British Columbia. The meeting will be held in person at the West Vancouver Convention Centre, 1712-1716, 17th Street, West Vancouver, British Columbia, V8V 2K2 (for more information, please refer to the agenda on page 1399 of the Association's 2023 Annual Report). The meeting will be held in person at the West Vancouver Convention Centre, 1712-1716, 17th Street, West Vancouver, British Columbia, V8V 2K2 (for more information, please refer to the agenda on page 1399 of the Association's 2023 Annual Report).
5.

The 2023 Annual General Meeting of the Association of the City of Vancouver will be held on Wednesday, June 21, 2024, at 4:30 p.m. (Pacific Standard Time) at the West Vancouver Convention Centre, West Vancouver, British Columbia.
6.

The 2023 Annual General Meeting of the Association of the City of Vancouver will be held on Wednesday, June 21, 2024, at 4:30 p.m. (Pacific Standard Time) at the West Vancouver Convention Centre, West Vancouver, British Columbia.

NOTICE OF H SHARES CLASS MEETING

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NOTICE OF H SHARES CLASS MEETING

2. 本公司定于2024年11月16日（星期日）上午10:00时，在黑龙江省哈尔滨市南岗区西大直街17号A座18层会议室召开H股股东特别会议，审议《关于修改公司章程的议案》。

Harbin Electric Company Limited
Ai Li-song
Chairman of the Board

2024年11月16日

本公司定于2024年11月16日（星期日）上午10:00时，在黑龙江省哈尔滨市南岗区西大直街17号A座18层会议室召开H股股东特别会议，审议《关于修改公司章程的议案》。

附件：

1. 会议议程；
2. 关于修改公司章程的议案；
3. 授权委托书；
4. 授权委托书；
5. 授权委托书。

NOTICE OF DOMESTIC SHARES CLASS MEETING

2. 本公司定于2024年5月16日（星期五）下午2:00分，在黑龙江省哈尔滨市南岗区通达街16号（即本公司注册地）召开A类、B类、C类普通股股东大会，审议以下议案：
（一）审议《关于2023年度利润分配方案的议案》；
（二）审议《关于2023年度内部控制评价报告的议案》；
（三）审议《关于2023年度募集资金存放与使用情况的专项报告的议案》；
（四）审议《关于2023年度财务决算报告的议案》；
（五）审议《关于2023年度经营业绩报告的议案》；
（六）审议《关于2023年度董事会工作报告的议案》；
（七）审议《关于2023年度监事会工作报告的议案》；
（八）审议《关于2023年度独立董事工作报告的议案》；
（九）审议《关于2023年度社会责任报告的议案》；
（十）审议《关于2023年度环境、社会及治理报告的议案》；
（十一）审议《关于2023年度关联交易报告的议案》；
（十二）审议《关于2023年度对外担保情况的报告的议案》；
（十三）审议《关于2023年度聘任会计师事务所的议案》；
（十四）审议《关于2023年度聘任审计委员会外部审计机构的议案》；
（十五）审议《关于2023年度聘任内部控制审计机构的议案》；
（十六）审议《关于2023年度聘任内部控制评价机构的议案》；
（十七）审议《关于2023年度聘任内部控制咨询机构的议案》；
（十八）审议《关于2023年度聘任内部控制评价专家的议案》；
（十九）审议《关于2023年度聘任内部控制评价专家的议案》；
（二十）审议《关于2023年度聘任内部控制评价专家的议案》。

B类、C类普通股
Harbin Electric Company Limited
Ai Li-song
C类普通股

2024年5月16日

A类、B类、C类普通股
D类、E类、F类、G类、H类、I类、J类、K类、L类、M类、N类、O类、P类、Q类、R类、S类、T类、U类、V类、W类、X类、Y类、Z类、AA类、AB类、AC类、AD类、AE类、AF类、AG类、AH类、AI类、AJ类、AK类、AL类、AM类、AN类、AO类、AP类、AQ类、AR类、AS类、AT类、AU类、AV类、AW类、AX类、AY类、AZ类、BA类、BB类、BC类、BD类、BE类、BF类、BG类、BH类、BI类、BJ类、BK类、BL类、BM类、BN类、BO类、BP类、BQ类、BR类、BS类、BT类、BU类、BV类、BW类、BX类、BY类、BZ类、CA类、CB类、CC类、CD类、CE类、CF类、CG类、CH类、CI类、CJ类、CK类、CL类、CM类、CN类、CO类、CP类、CQ类、CR类、CS类、CT类、CU类、CV类、CW类、CX类、CY类、CZ类、DA类、DB类、DC类、DD类、DE类、DF类、DG类、DH类、DI类、DJ类、DK类、DL类、DM类、DN类、DO类、DP类、DQ类、DR类、DS类、DT类、DU类、DV类、DW类、DX类、DY类、DZ类、EA类、EB类、EC类、ED类、EE类、EF类、EG类、EH类、EI类、EJ类、EK类、EL类、EM类、EN类、EO类、EP类、EQ类、ER类、ES类、ET类、EU类、EV类、EW类、EX类、EY类、EZ类、FA类、FB类、FC类、FD类、FE类、FF类、FG类、FH类、FI类、FJ类、FK类、FL类、FM类、FN类、FO类、FP类、FQ类、FR类、FS类、FT类、FU类、FV类、FW类、FX类、FY类、FZ类、GA类、GB类、GC类、GD类、GE类、GF类、GG类、GH类、GI类、GJ类、GK类、GL类、GM类、GN类、GO类、GP类、GQ类、GR类、GS类、GT类、GU类、GV类、GW类、GX类、GY类、GZ类、HA类、HB类、HC类、HD类、HE类、HF类、HG类、HH类、HI类、HJ类、HK类、HL类、HM类、HN类、HO类、HP类、HQ类、HR类、HS类、HT类、HU类、HV类、HW类、HX类、HY类、HZ类、IA类、IB类、IC类、ID类、IE类、IF类、IG类、IH类、II类、IJ类、IK类、IL类、IM类、IN类、IO类、IP类、IQ类、IR类、IS类、IT类、IU类、IV类、IW类、IX类、IY类、IZ类、JA类、JB类、JC类、JD类、JE类、JF类、JG类、JH类、JI类、JJ类、JK类、JL类、JM类、JN类、JO类、JP类、JQ类、JR类、JS类、JT类、JU类、JV类、JW类、JX类、JY类、JZ类、KA类、KB类、KC类、KD类、KE类、KF类、KG类、KH类、KI类、KJ类、KK类、KL类、KM类、KN类、KO类、KP类、KQ类、KR类、KS类、KT类、KU类、KV类、KW类、KX类、KY类、KZ类、LA类、LB类、LC类、LD类、LE类、LF类、LG类、LH类、LI类、LJ类、LK类、LL类、LM类、LN类、LO类、LP类、LQ类、LR类、LS类、LT类、LU类、LV类、LW类、LX类、LY类、LZ类、MA类、MB类、MC类、MD类、ME类、MF类、MG类、MH类、MI类、MJ类、MK类、ML类、MN类、MO类、MP类、MQ类、MR类、MS类、MT类、MU类、MV类、MW类、MX类、MY类、MZ类、NA类、NB类、NC类、ND类、NE类、NF类、NG类、NH类、NI类、NJ类、NK类、NL类、NM类、NO类、NP类、NQ类、NR类、NS类、NT类、NU类、NV类、NW类、NX类、NY类、NZ类、OA类、OB类、OC类、OD类、OE类、OF类、OG类、OH类、OI类、OJ类、OK类、OL类、OM类、ON类、OO类、OP类、OQ类、OR类、OS类、OT类、OU类、OV类、OW类、OX类、OY类、OZ类、PA类、PB类、PC类、PD类、PE类、PF类、PG类、PH类、PI类、PJ类、PK类、PL类、PM类、PN类、PO类、PP类、PQ类、PR类、PS类、PT类、PU类、PV类、PW类、PX类、PY类、PZ类、QA类、QB类、QC类、QD类、QE类、QF类、QG类、QH类、QI类、QJ类、QK类、QL类、QM类、QN类、QO类、QP类、QQ类、QR类、QS类、QT类、QU类、QV类、QW类、QX类、QY类、QZ类、RA类、RB类、RC类、RD类、RE类、RF类、RG类、RH类、RI类、RJ类、RK类、RL类、RM类、RN类、RO类、RP类、RQ类、RR类、RS类、RT类、RU类、RV类、RW类、RX类、RY类、RZ类、SA类、SB类、SC类、SD类、SE类、SF类、SG类、SH类、SI类、SJ类、SK类、SL类、SM类、SN类、SO类、SP类、SQ类、SR类、SS类、ST类、SU类、SV类、SW类、SX类、SY类、SZ类、TA类、TB类、TC类、TD类、TE类、TF类、TG类、TH类、TI类、TJ类、TK类、TL类、TM类、TN类、TO类、TP类、TQ类、TR类、TS类、TT类、TU类、TV类、TW类、TX类、TY类、TZ类、UA类、UB类、UC类、UD类、UE类、UF类、UG类、UH类、UI类、UJ类、UK类、UL类、UM类、UN类、UO类、UP类、UQ类、UR类、US类、UT类、UU类、UV类、UW类、UX类、UY类、UZ类、VA类、VB类、VC类、VD类、VE类、VF类、VG类、VH类、VI类、VJ类、VK类、VL类、VM类、VN类、VO类、VP类、VQ类、VR类、VS类、VT类、VU类、VV类、VW类、VX类、VY类、VZ类、WA类、WB类、WC类、WD类、WE类、WF类、WG类、WH类、WI类、WJ类、WK类、WL类、WM类、WN类、WO类、WP类、WQ类、WR类、WS类、WT类、WU类、WV类、WW类、WX类、WY类、WZ类、XA类、XB类、XC类、XD类、XE类、XF类、XG类、XH类、XI类、XJ类、XK类、XL类、XM类、XN类、XO类、XP类、XQ类、XR类、XS类、XT类、XU类、XV类、XW类、XX类、XY类、XZ类、YA类、YB类、YC类、YD类、YE类、YF类、YG类、YH类、YI类、YJ类、YK类、YL类、YM类、YN类、YO类、YP类、YQ类、YR类、YS类、YT类、YU类、YV类、YW类、YX类、YY类、YZ类、ZA类、ZB类、ZC类、ZD类、ZE类、ZF类、ZG类、ZH类、ZI类、ZJ类、ZK类、ZL类、ZM类、ZN类、ZO类、ZP类、ZQ类、ZR类、ZS类、ZT类、ZU类、ZV类、ZW类、ZX类、ZY类、ZZ类

1. 会议时间：2024年5月16日（星期五）下午2:00分。
会议地点：黑龙江省哈尔滨市南岗区通达街16号（即本公司注册地）。
会议方式：现场会议与网络投票相结合。网络投票时间为2024年5月16日9:15-11:30、13:00-15:00。
会议主持人：董事长 Ai Li-song。
会议议程：审议《关于2023年度利润分配方案的议案》；审议《关于2023年度内部控制评价报告的议案》；审议《关于2023年度募集资金存放与使用情况的专项报告的议案》；审议《关于2023年度财务决算报告的议案》；审议《关于2023年度经营业绩报告的议案》；审议《关于2023年度董事会工作报告的议案》；审议《关于2023年度监事会工作报告的议案》；审议《关于2023年度独立董事工作报告的议案》；审议《关于2023年度社会责任报告的议案》；审议《关于2023年度环境、社会及治理报告的议案》；审议《关于2023年度关联交易报告的议案》；审议《关于2023年度对外担保情况的报告的议案》；审议《关于2023年度聘任会计师事务所的议案》；审议《关于2023年度聘任审计委员会外部审计机构的议案》；审议《关于2023年度聘任内部控制审计机构的议案》；审议《关于2023年度聘任内部控制评价机构的议案》；审议《关于2023年度聘任内部控制咨询机构的议案》；审议《关于2023年度聘任内部控制评价专家的议案》；审议《关于2023年度聘任内部控制评价专家的议案》；审议《关于2023年度聘任内部控制评价专家的议案》。