



The Article, which relates to HEC and was published in the Hong Kong Economic Journal in the Chinese language only, is a document under Rule 12.1 of the Takeovers Code. Due to an inadvertent and unintentional oversight by HEG and HEC, the Article was published without first having sought confirmation from the Executive that it has no further comments thereon. HEG and HEC sincerely apologise that they did not meet the requirement under Rule 12.1 of the Takeovers Code. HEG and HEC would like to clarify that the Article sought to highlight matters disclosed in (i) the Composite Document; (ii) the Announcement; and (iii) the Poll Results Announcement for greater ease of reference by the HEC H Shareholders. The Article is not intended as an advertisement either to promote HEC or the H Share Offer, the Delisting or the Merger. The publication of the Article merely serves to facilitate greater ease of reference for the HEC H Shareholders in light of HEC's broad base of shareholders who may have varied degrees of access to the Internet.

The directors of HEG jointly and severally accept full responsibility for the accuracy of the information contained in the Article (other than that relating to HEC) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in the Article (other than that expressed by the HEC Board) have been arrived at after due and careful consideration and there are no other facts not contained in the Article, the omission of which would make any statement in the Article misleading.

The directors of HEC jointly and severally accept full responsibility for the accuracy of the information contained in the Article (other than that relating to HEG) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this Article (other than that expressed by the HEG Board) have been arrived at after due and careful consideration and there are no other facts not contained in the Article, the omission of which would make any statement in the Article misleading.

#### WARNING

Shareholders and/or potential investors should note that the Article does not contain all of the information set out in the Composite Document, the Announcement and the Poll Results Announcement, and thus are advised to refer to the full texts of such documents, and to exercise caution in placing reliance on the Article when assessing the merits and demerits of the H Share Offer, the Merger and the Delisting. Persons who are in doubt as to the action they should take should consult their licensed securities dealers or registered institutions in securities, bank managers, solicitors, professional accountants or other professional advisers.

HEG and HEC wish to emphasise that the oversight was entirely unintentional and assure that any matters related to the Takeovers Code will be dealt with in a more cautious manner in future.

In addition, HEG and HEC would also like to make the following clarifications regarding the Poll Results Announcement:

1. Under the second paragraph of the section headed "OUTSTANDING CONDITIONS AND THE CLOSING DATE" on page 9 of the Poll Results Announcement, Conditions (b) (being the Acceptance Condition as defined in the Poll Results Announcement) and (d) to (f) remain outstanding as at the date of the Poll Results Announcement.

In this regard, the second paragraph of the section headed "OUTSTANDING CONDITIONS AND THE CLOSING DATE" on page 9 of the Poll Results Announcement should be amended and replaced as follows:

As at the date of this joint announcement, Conditions (a), (c) and (g) have been fulfilled. Condition (b) (being the Acceptance Condition), together with Conditions (d) to (f) remain outstanding. HEG is not aware of any events that would lead to Conditions (d) to (f) not being fulfilled. HEG also reserves the right to waive Conditions (e) and (f).

2. In light of the amendment stated in paragraph 1 above and due to an inadvertent clerical error, the second paragraph of the section headed "OUTSTANDING CONDITIONS AND THE CLOSING DATE" on page 9 of the Chinese version of the Poll Results Announcement should be amended and replaced as follows:

As at the date of this joint announcement, Conditions (a), (c) and (g) have been fulfilled. Condition (b) (being the Acceptance Condition), together with Conditions (d) to (f) remain outstanding. HEG is not aware of any events that would lead to Conditions (d) to (f) not being fulfilled. HEG also reserves the right to waive Conditions (e) and (f).

Save for the above clarifications, all other information in the Poll Results Announcement remains unchanged and the above clarifications do not affect other information contained in the Poll Results Announcement.

HEG and HEC sincerely apologise for any confusion and the inconvenience caused by the above.

On behalf of the board of  
Harbin Electric Corporation Co., Ltd.  
( 哈 尔 滨 电 机 有 限 公 司 )  
Si Ze-fu  
Chair

On behalf of the board of  
Harbin Electric Company Limited  
( 哈 尔 滨 电 机 有 限 公 司 )  
Zhang Ying-jian  
Executive Director

Harbin, the PRC, 9 May 2019

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M. S Zhgad M. ChMig

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Appendix 1

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**Dear HEC H Shareholders,**

In relation to the voluntary conditional offer by Citigroup Global Markets Asia Limited on behalf of Harbin Electric Corporation Co., Ltd. (HEG) to acquire all of the issued H Shares in Harbin Electric Company Limited (HEC) at the H Share Offer Price of HK\$4.56 per H Share (the "Share Offer"); the proposed voluntary withdrawal of listing of the H Shares of HEC (the "Delisting"); and the proposed merger by absorption of HEC by HEG (the "Merger"), special resolutions to approve the Delisting (if applicable) and the Merger were duly passed by way of poll at the Extraordinary General Meeting and the H Share Class Meeting of HEC held on 7 May 2019, respectively.

Independent Shareholders are reminded to accept the H Share Offer on or before the Closing Date (20 May 2019), and to consult (if necessary) a licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser to confirm for accepting the H Share Offer.

**Procedures for Acceptance of the H Share Offer and the Closing Date:**

To accept the H Share Offer, you should complete and sign the Form of Acceptance in accordance with the instructions printed thereon. The guidelines to accept the H Share Offer are contained in the Composite Document issued by HEG and HEC dated 20 March 2019. In order to accept the H Share Offer, the HEC H Shareholders are required to submit the duly completed Form of Acceptance to the Registrar, Hong Kong Registrars Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, marked "HEC H Share Offer" on the envelope, no later than 4:00 p.m. on Monday, 20 May 2019.

**Form of Acceptance:**

The Form of Acceptance, together with the fill-in instructions, have been mailed together with the Composite Document. They are also available for download via HEC's website (<http://www.hpec.com/admin/images/file/20190320080107.pdf>), or the Hong Kong Stock Exchange's website: [http://www3.hkexnews.hk/listedco/listconews/SEHK/2019/0320/LTN20190320074\\_C.pdf](http://www3.hkexnews.hk/listedco/listconews/SEHK/2019/0320/LTN20190320074_C.pdf)

**If Any Assistance Is Required:**

If you have any questions concerning the completion of the Form of Acceptance or the procedures for acceptance of the H Share Offer or similar queries, please call +852 2862 8647 or contact the Registrar at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong.

**REMINDER**

The Independent Shareholders are reminded that if they do not accept the H Share Offer and the H Share Offer subsequently becomes unconditional in all respects and the H Shares are delisted from the Stock Exchange, and before the completion of the Merger, this will result in the Independent Shareholders holding securities that are not listed on the Stock Exchange. The Merger is conditional upon the satisfaction or (where applicable) waiver of the Merger Conditions as described in the Composite