

H K E c a e a d C e a L e d a d T e S c E c a e f H
 K L e d a e e b f e c e f a i c e e a e
 e e e a a a c c a c c e e e a d e e d c a a a b
 a e e f a e e a f e a c e e e a
 a f e c e f a i c e e .



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)

DISCLOSEABLE TRANSACTION ENTERING INTO THE EQUITY COOPERATION AGREEMENT WITH TIANJIN LINGANG INVESTMENT HOLDING CO., LTD.

ENTERING INTO THE EQUITY COOPERATION AGREEMENT WITH TIANJIN LINGANG

T e B a d e e b a i c e a e C a a e e e d e E i
 C e a A e e T a L a 23 D e c e m b e r 2019, i r a
 c e C a d T a L a a e c a a c b
 e a b e F a c e L e a e C a e C a c b
 RMB400,000,000 (e i a e a e HK\$444,869,542), c a c c i
 f 80% a e d .

IMPLICATIONS UNDER THE LISTING RULES

A e e a c a b e e c e a e a (a d e f e d e L R i e)
 e e c e e e E i C e a A e e e e c e e d 5% b i f a
 b e 25%, e e e E i C e a A e e e a d e e a b e
 f F a c e L e a e C a T a L a c i e d c e a b e
 a a c f e C a i d e e L R i e , a d e C a e i e d
 c e f c a a d a i c e e e i e i d e C a e 14
 f e L R i e .

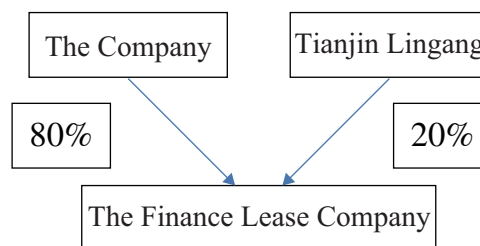
INTRODUCTION

T e B a d e e b a i c e a e C a a e e e d e E i C e a
 A e e T a L a 23 D e c e m b e r 2019, i r a c e
 C a d T a L a a e c a a c b e a b e
 F a c e L e a e C a e C a c b RMB400,000,000 (e i a e
 a a e HK\$444,869,542), c a c c i f 80% a e d .

INFORMATION ABOUT FINANCE LEASE COMPANY

The registered capital of Finance Lease Company is RMB500,000,000 (equivalent to HK\$556,086,928). The Company has a registered capital of RMB400,000,000 (equivalent to HK\$444,869,542) and Tianjin Lingang has a registered capital of RMB100,000,000 (equivalent to HK\$111,217,386) capital. In accordance with the Company's Limited Partnership Agreement, the Company and the Company have agreed to jointly establish a Finance Lease Company. The Finance Lease Company is a limited liability company with Tianjin Lingang as the sole shareholder and the Company as the sole shareholder. The Finance Lease Company is a limited liability company with Tianjin Lingang as the sole shareholder and the Company as the sole shareholder.

The agreed structure of Finance Lease Company is as follows:



PRINCIPAL TERMS OF THE EQUITY COOPERATION AGREEMENT

The following Equity Cooperation Agreement, hereinafter referred to as the "Agreement":

1. Date

23 December 2019

2. Parties

() The Company and

() Tianjin Lingang.

The above-mentioned parties have jointly established a Finance Lease Company. The Finance Lease Company is a limited liability company with Tianjin Lingang as the sole shareholder and the Company as the sole shareholder. The Finance Lease Company is a limited liability company with Tianjin Lingang as the sole shareholder and the Company as the sole shareholder. (a defined term in the Agreement).

3. Subject matters of the Equity Cooperation Agreement

The C, a and Ta L a a e ca a c b e ab
e F a ce Lea e C, a

4. Business scope of the Finance Lease Company

The b e c e f e F a ce Lea e C, a c i de : f a ce ea e
b e ; ea b e ; i ca e f d e ca d e ea ea ed e
a d a d a e a ce f e d a a i e f ea ed e c i a
ea e a ac ; a d fac b e e a ed e c a b e (f
e i b ec a a acc d a , b e ac e a be
ca ed i a f e b a a a b e e a a e).

5. Amount and method of capital contribution

The e e ed ca a f e F a ce Lea e C, a RMB500,000,000
(e i a e a a e HK\$556,086,928), c a be ad
a e . A c , e C, a a c b e RMB400,000,000
(e i a e a a e HK\$444,869,542) ca , c acc i
f 80% a e d , RMB136,000,000 (e i a e a a e
HK\$151,255,644) be e a c b ; Ta L a a c b e
RMB100,000,000 (e i a e a a e HK\$111,217,386) ca ,
c acc i f 20% a e d , RMB34,000,000 (e i a e
a a e HK\$37,813,911) be e a c b .

The ca a c b a i ade b e C, a and Ta L a
e F a ce Lea e C, a de e ed a f e a ' e e a be ee
e C, a and Ta L a , a acc i e e a ed ca a
e i e e f e F a ce Lea e C, a

The C, a and Ta L a a a e e a c b e
f e e a da e f e F a ce Lea e C, a a d, acc d
e b e e ed, f i f i f e b a f ca a c b b
a e a 31 A i , 2020. If a a fa e f e b a f ca a
c b acc da ce e , a , add e f i
a e e F a ce Lea e C, a a da a e f b eac f c ac a
a e e i a e i a d f e i a da i i c a a a a d e
f i a i f ca a c b e f e e da f de a

The C, a and Ta L a a a i e a a e a d fee a b e b
e e ec e c ec e e ec a d e f a ce f e E i
C e a A e e .

6. The board of directors, supervisory committee and the management of the Finance Lease Company

The board of directors of the Finance Lease Company, a [redacted] a [redacted] ef e
be (cid ee, [redacted] ed ec). I a a, eC, a [redacted] a
a ee d ec a d Ta L a a a ed ec . Te
e, [redacted] ed ec a be a ed a e, [redacted] ee e ee a e' ee a
ee , e c e , de, ca c e ec e e. Te b ad
fd ec f eF a ce Lea e C, a [redacted] a a e e ca, a, a be
aed b [redacted] eC, a [redacted] a d e e c e d a d a ed b [redacted] e b ad fd ec f
eF a ce Lea e C, a [redacted]

The board of directors of the Finance Lease Company, a [redacted] a a e a a e c
de e e c ee, a a a e e c ee a d a e, e a
a d a c ee. Te d ec a ed b [redacted] Ta L a a
e e a e ca a f e a a e e c ee, a e a a e, be
f e a e c d e e e c ee a d e e, e a a d a
c ee.

The Finance Lease Company, a [redacted] a a e a, e [redacted] c ee, c
ee, e, be (cid ee, [redacted] ee, e). Eac f eC, a [redacted] a d
Ta L a a a e, e a d e e, [redacted] ee, e a
be a ed a e, [redacted] ee e ee a e' ee a, ee , e c e
de, ca c e ec e e.

The a a e e f eF a ce Lea e C, a [redacted] a c, ef, e be ,
cid ee e a, a a e a d ee de, [redacted] ee a, a a e, a f
a be a ed b [redacted] eC, a [redacted] Te, a a e e fF a ce Lea e C, a [redacted]
a a e a b e e e c ee, e c f c a be
aed e a ce fa ca a d e a ed [redacted] e, f eF a ce Lea e
C, a [redacted] c e, e be a be a ed b [redacted] Ta L a .

A ef c a de a e , e de, [redacted] e f e a
a d f a ce de a e a be a ed b [redacted] Ta L a e e
a a e e ea a d b e ea a be a ed b [redacted] eC, a [redacted]
a e ec, e .

7. Profit distribution

I acc da ce eC, a [redacted] La f ePe e' Re, b c fC, a, d de d
d b a d e f f be ef d b be ee eC, a [redacted] a d
Ta L a a be ba ed e a d- c b a .

3. E e e E, C e a A e e, e, b e e a e
 e c a e d e a f e F a c e L e a e C, a e e C, a a d
 , b d a e e d c e c a a e, a d a a c c, a d d e e C, a a d
 , b d a e f c e, e, e, d a e a d e c c a a f a,
 f a c a e e e e c a - d e a f a a d a c e e
 a f a f e, d e f e c c.

T e B a d f e e a e e f e E, C e a A e e, e a e
 f a a d e a a b e, a d a e e e e f e C, a a d e S a e d e a a
 e.

INFORMATION ABOUT THE COMPANY AND TIANJIN LINGANG

T e C, a e e, b d a e e f e a e, a, f a c, e f
 e a e, e e P R C, e c a a c e f c c i d e e
 a, f a c, f e a e a e, e, d e a e, e,
 i c e a e a e, e, a e e, e a d, e c i c f
 e a e c, e c.

T a L a a a e- e d c, a e a b e d b e S a e- e d
 A e S i e a d A d, a C f B a N e A e a, T a, a d
 a e a e d c, i c d e e e, a e a, i c a d
 c, e c e, f a c a e c e, e c.

IMPLICATIONS UNDER THE LISTING RULES

A e e a c a b e e c e a e a (a d e f e d e L R e) e e c
 e e e E, C e a A e e, e e c e e d 5% b f a b e 25%,
 e e e E, C e a A e e, e a d e e a b e f e F a c e
 L e a e C, a e Ta L a c, i e d c e a b e a a c f
 e C, a, d e e L R e, a d e C, a e, e d c, e
 f c a a d a, c e e e, e, e, d e C a e 14 f e L R e.

DEFINITIONS

I	a r c e , r e e c e e e e r e , e f e e a e e f e a :
B a d-	e b a d f d e c f e C a
C a	Ha b E e c c C a L e d* (哈爾濱電氣股份有限公司), a c a c a e d e PRC e d a b e H a e f c a e e d e a b a d f e S c E c a e;
E , C e a A e e e -	e E , C e a A e e e - e e e d b e e e e C a a d T a L a 23 D e c e b e 2019;
F a c e L e a e C a	Ha b E e c c F a c e L e a e C ., L d. * (哈電融資租賃有限責任公司) (e a e), a c a e a b e d b e C a a d T a L a ;
HK\$-	H K d a , e a f i c e c f H K ;
H K -	e H K S e c a A d a e R e f e PRC;
L R e -	e R e G e e L f S e c e e S c E c a e;
PRC-	e P e e' R e , b c f C a;
S a e d e ()-	d e () f a e f e C a
S c E c a e-	T e S c E c a e f H K L e d;

Ta L a - Ta L a I e, e H d C ., L d. * (天津臨港投資控股有限公司);

RMB- Re, b, e a f i a e c f e PRC;

I a , i ce, e , a a f RMB HK\$ ba ed e e c a e a e
f HK\$1.00 = RMB0.89914. T f e , e f i a a d d e
c i e a e e e a a a a , i a e b e e , c i d a e b e e a b e
c e e d a i c a e a e e c a e a e.

* F de f ca , e

B O de f e B a d
Harbin Electric Company Limited
Si Ze-fu
C a a

Ha b , PRC
23 Dece be 2019

A a e da e f a , i ce, e , e e e a e d e c f e C, a a e M .
S Ze-fi , M . W, We - a a d M . Z a Y - a ; a d e de e de -
e e a e d e c f e C, a a e M . Z , H - e, M . Y, We - , M . H
J a a d M . T a M .