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(“**Contract**”) on behalf of HEG to acquire all of the issued H Shares in HEC (the “**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**”).

The Composite Document together with the accompanying Form of Acceptance in respect of the H Share Offer, proxy forms and reply slips in respect of the Extraordinary General Meeting and the H Share Class Meeting has been despatched by HEG and HEC jointly to the HEC H Shareholders on 20 March 2019. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Composite Document dated 20 March 2019.

The Extraordinary General Meeting and the H Share Class Meeting will be held on 7 May 2019 to approve the related resolutions.

Contract / **Offer** / **Delisting** / **Merger**

The Independent Board Committee has been formed for the purpose of making recommendations to the Independent Shareholders in respect of the H Share Offer, the Delisting, the Merger Agreement and the Merger conditions.

Merger Agreement and the Merger contemplated thereunder are fair and reasonable so far as the Independent Shareholders are concerned, and therefore recommend the Independent Shareholders to (i) accept the H Share Offer and (ii) vote in favour of the resolutions approving the Delisting (if applicable), the Merger Agreement and the Merger contemplated thereunder at the Extraordinary General Meeting and the H Share Class Meeting.

For a list of the contact persons, please refer to the Composite Document. The contact persons are listed in the Composite Document. For more information, please contact the Helpline at +852 2812 814.

This helpline is managed by an external service provider, Hong Kong Registrars Limited, engaged by HEG and will not provide any information more than what has been disclosed in the Composite Document. This helpline will only provide information on administrative matters (including the procedure for voting at the Extraordinary General Meeting and the H Share Class Meeting and the acceptance of the H Share Offer) and cannot and will not provide advice on the merits of the H Share Offer, the Delisting and/or the Merger or give any financial or legal advice, and will not solicit proxies or votes in respect of the resolutions to be voted on at the Extraordinary General Meeting and the H Share Class Meeting.

The contact persons are listed in the Composite Document. For more information, please contact the Helpline at +852 2812 814.

Guidelines to attend and vote at the Extraordinary General Meeting and the H Share Class Meeting

Independent Shareholders may vote in person or by proxy at the Extraordinary General Meeting and the H Share Class Meeting.

Whether or not you are able to attend the Extraordinary General Meeting and/or the H Share Class Meeting or any adjournment thereof in person, please complete and return the proxy forms in accordance with the instructions printed thereon to the office address of HEC at 1399 Chuangxinyi Road, Songbei District, Harbin, Heilongjiang Province, the PRC or the Registrar, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong as soon as possible at 30 days before the meeting (for the H Share Class Meeting) at 10:00 a.m. on 201 (for the Extraordinary General Meeting).

Completion and return of the form of proxy will not preclude you from attending and voting in person at the Extraordinary General Meeting and the H Share Class Meeting or any adjournment thereof, should you so wish. In the event that you attend and vote at any of the Extraordinary General Meeting and the H Share Class Meeting or any adjournment thereof after having deposited the relevant form of proxy, that form of proxy will be deemed to have been revoked.

Guidelines to accept the H Share Offer

- (a) To accept the H Share Offer, you should complete and sign the Form of Acceptance in accordance with the instructions printed thereon.
- (b) If your H Share(s) is/are registered under your name, please send the Form of Acceptance duly completed together with the relevant H Share certificate(s) and/or transfer receipt(s) and/or other document(s) of title (and/or any satisfactory indemnity or indemnities required in respect thereof) to the Registrar, Hong Kong Registrars Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, by post or by hand, marked " **C — a ff** " on the envelope, as soon as possible and in any event reach the Registrar no later than **4 00 p. . a , 20 a 201 .**
- (c) If your H Share(s) is/are in the name of a nominee company or a name other than your own, please:
 - (i) give your instructions authorising it to accept the H Share Offer on your behalf and requesting it to deliver the Form of Acceptance duly completed together with relevant H Share certificate(s) and/or transfer receipt(s) and/or other document(s) of title (and/or any satisfactory indemnity or indemnities required in respect thereof) for the number of H Shares in respect of which you intend to accept the H Share Offer to the Registrar, Hong Kong Registrars Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, by post or by hand, marked " **C — a ff** " on the envelope, as soon as possible and in any event reach the Registrar no later than **4 00 p. . a , 20 a 201 ;** or
 - (ii) arrange for the H Share(s) to be registered in your name through the Registrar and send the Form of Acceptance duly completed together with the relevant H Share certificate(s) and/or transfer receipt(s) and/or other document(s) of title (and/or any satisfactory indemnity or indemnities required in respect thereof) to the Registrar, Hong Kong Registrars Limited

at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, by post or by hand, marked " C — a ff " on the envelope, as soon as possible and in any event reach the Registrar no later than 4 00 p. . a , 20 a 201 .

- (d) If your H Share(s) has/have been lodged with your licensed securities dealer (or other registered dealer in securities or custodian bank) through CCASS, please instruct your licensed securities dealer (or other registered dealer in securities or custodian bank) to authorise HKSCC Nominees Limited to accept the H Share Offer on your behalf on or before the deadline set by HKSCC Nominees Limited. In order to meet the deadline set by HKSCC Nominees Limited, please check with your licensed securities dealer (or other registered dealer in securities or custodian bank) for the timing on the processing of your instruction, and submit your instruction to your licensed securities dealer (or other registered dealer in securities or custodian bank) as required by them.
- (e) If your H Share(s) has/have been lodged with your investor participant's account maintained with CCASS, authorise your instruction via the CCASS Phone System or CCASS Internet System on or before the deadline set by HKSCC Nominees Limited.

proxy forms and 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/>) or the Stock Exchange's website (http://www3.hkexnews.hk/listedco/listconews/advancedsearch/search_active_main.aspx).

The proxy forms and 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/>) or the Stock Exchange's website (http://www3.hkexnews.hk/listedco/listconews/advancedsearch/search_active_main.aspx).

The download links in HEC's website are as follows:

- Proxy form for use at the Extraordinary General Meeting
<http://www.hpec.com/admin/images/file/20190320081142.pdf>
- Proxy form for use at the H Share Class Meeting
<http://www.hpec.com/admin/images/file/20190320081228.pdf>

