



哈尔滨

IN ELECTRIC COMPANY LIMITED

7. To authorize the Board of Directors of the Company, in compliance with applicable laws and regulations and at times they deem appropriate, to allot, on one or more occasions as it deems appropriate, new H shares or new A shares with an aggregate nominal amount not exceeding twenty percent (20%) of the aggregate nominal amount of the Company's issued shares as at the day of the passing of this resolution. The authorization will be valid for a period of 12 months commencing from the day of the passing of this resolution or remain valid until its revocation or alteration by a special resolution at a general meeting of the Company. Conditional upon the above resolution to allot new shares or to repurchase shares being passed and implemented, the Board of Directors of the Company shall be authorized to make necessary amendments to clause 15 and clause 16 of the Articles of Association of the Company, so as to reflect the alterations of the Company's share capital structure and registered capital arising from the allotment of new shares.

8. To authorize the Board of Directors of the Company, in compliance with applicable laws and regulations, to repurchase, on one or more occasions, as it deems appropriate and through the Stock Exchange, H shares with an aggregate nominal amount not exceeding twenty percent (20%) of the aggregate nominal amount of the Company's issued shares as at the date of the passing of this resolution. The authorization will be valid for a period of 12 months commencing from the date of passing of this resolution or remain valid until its revocation or alteration by a special resolution at a general meeting of the Company. Conditional upon the above resolutions to allot new shares or to repurchase shares being passed and implemented, the Board of Directors of the Company shall be authorized to make necessary amendments to clause 15 and clause 16 of the Articles of Association of the Company, so as to reflect the alterations of the Company's share capital structure and registered capital arising from the allotment of new shares.

By Order of the Board
Gao Xu-Guang
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Harbin, PRC, 21st March, 2014

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