

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 b e 2019, i r a
 c e C a 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 .

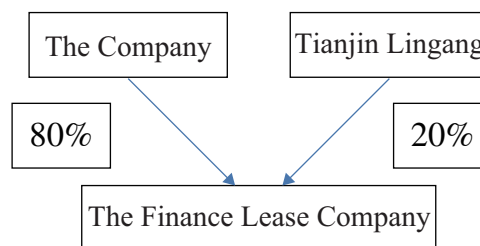
INTRODUCTION

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 b e 2019, i r a c e
 C a 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 estimated fair value of the Company's financial assets and liabilities at the end of the reporting period is measured at the same amount as the carrying amount, as the carrying amount is a reasonable estimate of the fair value. The carrying amount of the Company's financial assets and liabilities at the end of the reporting period is measured at the same amount as the carrying amount, as the carrying amount is a reasonable estimate of the fair value. The carrying amount of the Company's financial assets and liabilities at the end of the reporting period is measured at the same amount as the carrying amount, as the carrying amount is a reasonable estimate of the fair value.

The agreed interface between LeaseCar and the user is:



PRINCIPAL TERMS OF THE EQUITY COOPERATION AGREEMENT

The effect of C on A is, e_a , e_f
 c_a :

1. Date

23 December 2019

2. Parties

() T e C a a d

() T a L a .

T e be ed e, f a a d be ef f e d ec f e C a

a ade a ea ab ee i e, a a e da e f a i ce e, Ta

L a a d i a e be ef c a e a e d a e de e de f a d

c ec ed e C a a d c ec ed e (a def ed e

L R e).

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 ed ec ad Ta La a a ed ec . Te
e, [redacted] ed ec a be a ed a e, [redacted] e e e a e' e e 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 de e ced a da 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 da e, e a
ad a c ee. Te d ec a ed b [redacted] Ta La 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 de e e c ee a d e e, e a ad 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 La a a e, e ad ee, [redacted] e e a
be a ed a e, [redacted] e e e e a e' e e 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 e e e a, a a e ad ee de, [redacted] e e 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 ad 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 La .

A ef c a de a e , e de, [redacted] e f e a
ad f a ce de a e a be a ed b [redacted] Ta La e e
a a e e ea ad 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 ad e f f be ef d b be ee eC, a [redacted] a d
Ta La a be ba ed e ad- c b a .

8. Equity transfer and change of registered capital

Mr. [redacted] a fee [redacted] a fee [redacted] [redacted] be [redacted] e [redacted] de f
e F a ce Lea e C, a [redacted] e [redacted] ed. A a e de f e F a ce Lea e
C, a [redacted] a ee [redacted] c e f, a e a e de () f e F a ce
Lea e C, a [redacted] bef e a fe [redacted] e, [redacted] ee d d a e a
e a e de () f e F a ce Lea e C, a [redacted] W e e a a e de f e
F a ce Lea e C, a [redacted] a fe [redacted] e, [redacted] ee e a e d e e e, e
a e de () f e F a ce Lea e C, a [redacted] a [redacted] c e e c e
e e a d a e / e e e c e f e-e.

If e F a ce Lea e C, a [redacted] c a e e e e d ca a a d a e d
a c e fa ca, a [redacted] ceed acc da ce a c e fa ca
a d ca e e e a e a e a a [redacted] If e e a
c e a e e e e d ca a, e a a e de a b e e d e
e-e f ca a c b; f e e a d e c a e e e e d
ca a, e e e d ca a a f e d c a b e e a e a, [redacted]
[redacted] a, f e e e d ca a.

9. Effect and operation term of the Equity Cooperation Agreement

T e E, [redacted] C e a A ee e a a e effec, e a a d aff
a f f ca e a e e b [redacted] e e a e e e a e a [redacted] e e e a e
f b e C, a [redacted] a d T a L a, a d a bec, e effec e f, 23
Dece, be 2019.

T e e a e f e F a ce Lea e C, a [redacted] a b e e e a.

REASONS FOR AND BENEFITS OF ENTERING INTO THE EQUITY COOPERATION AGREEMENT

1. E e e E, [redacted] C e a A ee e e e a [redacted] f a d
f e e e e f ab [redacted] f e C, a [redacted] f a c a e c e e e.
2. E e e E, [redacted] C e a A ee e a e C, a [redacted]
e a e e a a d e e a e, e a e f e e e a
e, e d c b [redacted] f a c a, e a, a d d e c [redacted] e
e a e d f a c, a d a e C, a [redacted] a d, b d a e
a c c e a e a f a a d, a d e f b e d e a d, e e
c e e e a e c e e e f e d c.

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, c d e e e, a e a, 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, 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 have a few questions, if I may, about the
 above:

Bad- e b a d f d e c f e C a

C a  Ha b E ec c C a  L ed* (哈爾濱電氣股
 份有限公司), a c a  c a ed e PRC
 ed ab  eH a e f c a e ed
 e a b a d f e S c E c a e;

E, C e a e E, C e a A ee e - e e ed
A ee e - be ee e C a a d T a L a 23
Dece be 2019;

F a ce Lea e C a Ha b E ec c F a ce Lea e C ., L d. * (哈電融資
 租賃有限責任公司) (e a e), a c a
 e ab ed b e C a a d Ta L a ;

H K d a , e a f i c r e c f H K ;

H K – e H K S ec a Ad a e Re f e
PRC;

L R e - e R e G e e L f Secr e e
 S c E c a e;

PRC- e Pe e' Re , b c f C a;

S a e de ()- de () 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 ed;

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

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

I a , i c e , a a f RMB HK\$ b a e d 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 d e f c a , e

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

Ha b , PRC
23 Dec e b e 2019

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