

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



潍柴動力股份有限公司

WEICHAI POWER CO., LTD.

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 2338)

ANNOUNCEMENT

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND THE RULES OF PROCEDURE

Given that the “Special Regulations on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies” (《關於股份有限公司境外募集股份及上市的特別規定》) and the “Mandatory Provisions for Articles of Association of Companies to be Listed Overseas” (《到境外上市公司章程必備條款》) were abolished on 31 March 2023, the relevant provisions implementing the requirements thereto as set out in the articles of association (the “**Articles**”) of Weichai Power Co., Ltd. (the “**Company**”), the rules of procedure for general meetings, the rules of procedure for board meetings and the rules of procedure for supervisory committee meetings (the abovementioned three rules of procedure collectively referred to as the “**Rules of Procedure**”) are no longer applicable. Further, in accordance with the Company Law of the People’s Republic of China (《中華人民共和國公司法》), the Securities Law of the People’s Republic of China (《中華人民共和國證券法》), other relevant laws, regulations, rules and requirements of the Articles, and taking into consideration the actual circumstances and operation development needs of the Company, the board (the “**Board**”) of directors (the “**Directors**”) of the Company proposes to make certain amendments to the Articles and the Rules of Procedure.

The Board considers that the said amendments to the Articles and the Rules of Procedure are in the interests of the Company and its shareholders (the “**Shareholders**”) as a whole. The proposed amendments to the Articles and Rules of Procedure are subject to the consideration and approval by the Shareholders at the forthcoming annual general meeting of the Company (the “**AGM**”). The proposed amendments to the Articles and the rules of procedure for general meetings of the Company are further subject to the consideration and approval at the forthcoming class meeting of holders of A shares of the Company and class meeting of holders of H shares of the Company (collectively, the “**Class Meetings**”).

The details of the proposed amendments to the Articles and the Rules of Procedure will be set out in Company's circular containing the notices convening the AGM and the Class Meetings, which will be despatched to the Shareholders in due course.

By order of the Board of Directors
Weichai Power Co., Ltd.
Tan Xuguang
Chairman

The PRC, 25 March 2024

As at the date of this announcement, the executive Directors of the Company are Mr. Tan Xuguang, Mr. Zhang Quan, Mr. Ma Changhai, Mr. Wang Decheng, Mr. Sun Shaojun, Mr. Yuan Hongming, and Mr. Ma Xuyao; the non-executive Directors of the Company are Mr. Zhang Liangfu, Mr. Richard Robinson Smith and Mr. Michael Martin Macht; and the independent non-executive Directors of the Company are Ms. Jiang Yan, Mr. Yu Zhuoping, Mr. Chi Deqiang, Mr. Zhao Fuquan and Mr. Xu Bing.