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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 OF RESULTS OF
THE ANNUAL GENERAL MEETING, THE CLASS MEETING OF
THE HOLDERS OF A SHARES AND THE CLASS MEETING OF
THE HOLDERS OF H SHARES HELD ON 10 MAY 2024,
ELECTION AND RE-ELECTION OF DIRECTORS AND SUPERVISORS
AND
ELECTION AND RE-ELECTION OF MEMBERS OF
THE BOARD COMMITTEES**

The Board is pleased to announce that other than the special resolutions numbered 11 and 12 as set out in the AGM Notice (as supplemented by the Supplementary AGM Notice), all the resolutions set out in the AGM Notice, the A Shareholders' Class Meeting Notice and the Supplementary AGM Notice were duly approved by the shareholders of the Company and the A Shareholders (as the case may be) by way of poll at the AGM and the A Shareholders' Class Meeting (as the case may be) held on 10 May 2024.

In addition, the two special resolutions set out in the H Shareholders' Class Meeting Notice had not been passed at the H Shareholders' Class Meeting held on 10 May 2024.

The Board further announces the election and re-election of Directors and Supervisors of the Company and the re-elections of members of the Board committees.

I. ANNUAL GENERAL MEETING

The board (the “**Board**”) of directors (the “**Directors**”) of Weichai Power Co., Ltd. (the “**Company**”) is pleased to announce the poll results in respect of the resolutions proposed for consideration and approval at the annual general meeting of the Company for the year ended 31 December 2023, which was held on 10 May 2024 at 2:50 p.m. (the “**AGM**”) as set out in the notice of the AGM dated 19 April 2024 (the “**AGM Notice**”) and the supplementary notice of the AGM dated 24 April 2024 (the “**Supplementary AGM Notice**”) as follows:

Ordinary resolutions		Number of votes (%)		
		For	Against	Abstain
1.	To consider and approve the Annual Report of the Company for the year ended 31 December 2023.	4,335,025,009 (99.5251%)	2,099,300 (0.0482%)	18,586,369 (0.4267%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
2.	To consider and approve the Report of the Board of Directors of the Company for the year ended 31 December 2023.	4,335,025,009 (99.5251%)	2,099,300 (0.0482%)	18,586,369 (0.4267%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
3.	To consider and approve the Report of the Supervisory Committee of the Company for the year ended 31 December 2023.	4,335,025,009 (99.5251%)	2,099,300 (0.0482%)	18,586,369 (0.4267%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
4.	To consider and receive the audited financial statements of the Company and the Auditors' Report for the year ended 31 December 2023.	4,335,025,009 (99.5251%)	2,099,300 (0.0482%)	18,586,369 (0.4267%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
5.	To consider and approve the 財務決算報告 (final financial report) of the Company for the year ended 31 December 2023.	4,335,025,009 (99.5251%)	2,099,300 (0.0482%)	18,586,369 (0.4267%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				

Ordinary resolutions		Number of votes (%)		
		For	Against	Abstain
6.	To consider and approve the 財務預算報告 (financial budget report) of the Company for the year ending 31 December 2024.	3,334,455,776 (76.5537%)	1,019,937,906 (23.4161%)	1,316,996 (0.0302%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
7.	To consider and approve the re-appointment of KPMG Huazhen LLP (畢馬威華振會計師事務所 (特殊普通合夥)) as the auditors of the Company for the year ending 31 December 2024.	4,231,635,501 (97.1514%)	123,453,077 (2.8343%)	622,100 (0.0143%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
8.	To consider and approve the re-appointment of 和信會計師事務所 (特殊普通合夥) (Hexin Accountants LLP) as the internal control auditors of the Company for the year ending 31 December 2024.	4,354,437,278 (99.9708%)	67,300 (0.0015%)	1,206,100 (0.0277%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
9.	To consider and approve the profit distribution plan of the Company for the year ended 31 December 2023.	4,355,021,278 (99.9842%)	67,300 (0.0015%)	622,100 (0.0143%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
10.	To consider and approve the granting of a mandate to the Board of Directors for the payment of interim dividend (if any) to the shareholders of the Company for the year ending 31 December 2024.	4,350,652,278 (99.8839%)	4,436,300 (0.1019%)	622,100 (0.0143%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				

Special resolutions		Number of votes (%)		
		For	Against	Abstain
11.	To consider and approve the amendments to the Articles of Association as set out in the section headed “3. Proposed amendments to the Articles of Association” in the “Letter from the Board” contained in the circular dated 19 April 2024 (“Circular”).	2,812,353,675 (64.5670%)	1,542,705,203 (35.4180%)	651,800 (0.0150%)
As less than two thirds of the total number of votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was not passed as a special resolution.				
12.	To consider and approve the amendments to the Rules of Procedure for General Meetings as set out in the section headed “4. Proposed amendments to the Rules of Procedure – (a) Rules of Procedure for General Meetings” in the “Letter from the Board” contained in the Circular.	2,823,709,265 (64.8278%)	1,531,379,313 (35.1580%)	622,100 (0.0143%)
As less than two thirds of the total number of votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was not passed as a special resolution.				
13.	To consider and approve the amendments to the Rules of Procedure for Board Meetings as set out in the section headed “4. Proposed amendments to the Rules of Procedure – (b) Rules of Procedure for Board Meetings” in the “Letter from the Board” contained in the Circular.	4,355,021,278 (99.9842%)	67,300 (0.0015%)	622,100 (0.0143%)
As more than two thirds of the total number of votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as a special resolution.				
14.	To consider and approve the amendments to the Rules of Procedure for the Supervisory Committee Meetings as set out in the section headed “4. Proposed amendments to the Rules of Procedure – (c) Rules of Procedure for Supervisory Committee Meetings” in the “Letter from the Board” contained in the Circular.	4,355,021,278 (99.9842%)	67,300 (0.0015%)	622,100 (0.0143%)
As more than two thirds of the total number of votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as a special resolution.				

Special resolutions		Number of votes (%)		
		For	Against	Abstain
15.	To consider and approve the change of business scope of the Company and the supplemental amendments to the Articles of Association of the Company as set out in the Supplementary AGM Notice.	4,311,952,382 (98.9954%)	42,441,300 (0.9744%)	1,316,996 (0.0302%)
As more than two thirds of the total number of votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as a special resolution.				
Ordinary resolutions		Number of votes (%)		
		For <i>(By way of cumulative voting)</i>	Against <i>(By way of cumulative voting)</i>	Abstain <i>(By way of cumulative voting)</i>
16.	(a) To consider and approve the re-election of Mr. Tan Xuguang as an executive Director of the Company for a term of three years from the date of the 2023 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2026 (both days inclusive).	3,996,700,865 (91.7577%)	181,899,223 (4.1761%)	177,110,590 (4.0662%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
	(b) To consider and approve the re-election of Mr. Zhang Quan as an executive Director of the Company for a term of three years from the date of the 2023 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2026 (both days inclusive).	4,006,408,513 (91.9806%)	200,828,776 (4.6107%)	148,473,389 (3.4087%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				

Ordinary resolutions		Number of votes (%)		
		For <i>(By way of cumulative voting)</i>	Against <i>(By way of cumulative voting)</i>	Abstain <i>(By way of cumulative voting)</i>
(c)	To consider and approve the re-election of Mr. Ma Changhai as an executive Director of the Company for a term of three years from the date of the 2023 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2026 (both days inclusive).	3,922,099,402 (90.0450%)	234,768,018 (5.3899%)	198,843,258 (4.5651%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
(d)	To consider and approve the re-election of Mr. Wang Decheng as an executive Director of the Company for a term of three years from the date of the 2023 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2026 (both days inclusive).	4,176,647,872 (95.8890%)	44,209,191 (1.0150%)	134,853,615 (3.0960%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
(e)	To consider and approve the re-election of Mr. Sun Shaojun as an executive Director of the Company for a term of three years from the date of the 2023 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2026 (both days inclusive).	4,021,499,777 (92.3271%)	179,542,376 (4.1220%)	154,668,525 (3.5509%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				

Ordinary resolutions		Number of votes (%)		
		For (By way of cumulative voting)	Against (By way of cumulative voting)	Abstain (By way of cumulative voting)
(f)	To consider and approve the re-election of Mr. Yuan Hongming as an executive Director of the Company for a term of three years from the date of the 2023 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2026 (both days inclusive).	4,071,323,939 (93.4709%)	150,706,486 (3.4600%)	133,680,253 (3.0691%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
(g)	To consider and approve the re-election of Mr. Ma Xuyao as an executive Director of the Company for a term of three years from the date of the 2023 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2026 (both days inclusive).	4,076,348,905 (93.5863%)	146,256,455 (3.3578%)	133,105,318 (3.0559%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
(h)	To consider and approve the re-election of Mr. Zhang Liangfu as a non-executive Director of the Company for a term of three years from the date of the 2023 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2026 (both days inclusive).	4,018,807,532 (92.2653%)	209,839,468 (4.8176%)	127,063,678 (2.9172%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				

Ordinary resolutions		Number of votes (%)		
		For <i>(By way of cumulative voting)</i>	Against <i>(By way of cumulative voting)</i>	Abstain <i>(By way of cumulative voting)</i>
	(i) To consider and approve the re-election of Mr. Richard Robinson Smith as a non-executive Director of the Company for a term of three years from the date of the 2023 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2026 (both days inclusive).	4,075,313,636 (93.5625%)	157,528,838 (3.6166%)	122,868,204 (2.8209%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
	(j) To consider and approve the re-election of Mr. Michael Martin Macht as a non-executive Director of the Company for a term of three years from the date of the 2023 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2026 (both days inclusive).	4,070,288,670 (93.4472%)	161,978,869 (3.7188%)	123,443,139 (2.8341%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
17.	(a) To consider and approve the re-election of Ms. Jiang Yan as an independent non-executive Director of the Company for a term from the date of the 2023 Annual General Meeting to 28 June 2026.	4,254,039,744 (97.6658%)	20,365,835 (0.4676%)	81,305,099 (1.8666%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				

Ordinary resolutions		Number of votes (%)		
		For (By way of cumulative voting)	Against (By way of cumulative voting)	Abstain (By way of cumulative voting)
(b)	To consider and approve the re-election of Mr. Chi Deqiang as an independent non-executive Director of the Company for a term of three years from the date of the 2023 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2026 (both days inclusive).	4,048,949,299 (92.9573%)	163,727,992 (3.7589%)	143,033,387 (3.2838%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
(c)	To consider and approve the re-election of Mr. Zhao Fuquan as an independent non-executive Director of the Company for a term of three years from the date of the 2023 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2026 (both days inclusive).	4,250,407,089 (97.5824%)	26,093,764 (0.5991%)	79,209,825 (1.8185%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
(d)	To consider and approve the re-election of Mr. Xu Bing as an independent non-executive Director of the Company for a term of three years from the date of the 2023 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2026 (both days inclusive).	4,188,050,705 (96.1508%)	64,848,669 (1.4888%)	102,811,304 (2.3604%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				

Ordinary resolutions		Number of votes (%)		
		For <i>(By way of cumulative voting)</i>	Against <i>(By way of cumulative voting)</i>	Abstain <i>(By way of cumulative voting)</i>
	(e) To consider and approve the election of Mr. Tao Huaan as an independent non-executive Director of the Company for a term of three years from the date of the 2023 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2026 (both days inclusive).	4,274,025,853 (98.1246%)	2,475,000 (0.0568%)	79,209,825 (1.8185%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
18.	(a) To consider and approve the re-election of Mr. Wang Yanlei as a Supervisor of the Company for a term of three years from the date of the 2023 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2026 (both days inclusive).	4,275,905,750 (98.1678%)	0 (0%)	79,804,928 (1.8322%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
	(b) To consider and approve the re-election of Mr. Wang Xuewen as a Supervisor of the Company for a term of three years from the date of the 2023 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2026 (both days inclusive).	4,107,216,211 (94.2950%)	139,026,719 (3.1918%)	109,467,748 (2.5132%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				

Notes:

- (1) Total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM: 8,717,561,296 shares (comprising 1,943,040,000 H shares and 6,774,521,296 A shares).
- (2) Total number of shares entitling the holders to attend and abstain from voting in favour of any of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”): Nil.
- (3) Total number of shares held by the shareholders or their proxies who have attended the AGM and are entitled to vote is 4,355,710,678 shares, which represents approximately 49.9648% of the total issued shares entitling the holders to attend and vote for or against the resolutions at the AGM.
- (4) No shareholder was required under the Listing Rules to abstain from voting on any of the resolutions at the AGM, and none of the shareholders has stated their intention in the circular of the Company dated 19 April 2024 (the “**Circular**”) to vote against or to abstain from voting on any of the resolutions of the AGM.
- (5) Executive Directors Mr. Zhang Quan, Mr. Ma Changhai and Mr. Wang Decheng, non-executive Director Mr. Richard Robinson Smith, and independent non-executive Directors Ms. Jiang Yan, Mr. Yu Zhuoping, Mr. Chi Deqiang, Mr. Zhao Fuquan and Mr. Xu Bing attended the AGM either in person or via video or telephone conference system.
- (6) (i) Computershare Hong Kong Investor Services Limited, the share registrar for the H shares of the Company, (ii) Mr. Zhao Yongchang, supervisor of the Company, and (iii) 北京市通商律師事務所 (Beijing Commerce & Finance Law Offices), the legal advisers to the Company as to the People’s Republic of China law, acted as the scrutineers at the AGM.

II. CLASS MEETING OF THE HOLDERS OF A SHARES

The Board is pleased to announce the poll results in respect of the resolutions proposed for consideration and approval at the class meeting of the holders of the A shares (being the ordinary shares issued in the capital of the Company with a RMB denominated par value of RMB1.00 each and are listed on the Shenzhen Stock Exchange (the “**A Shares**”)) (the “**A Shareholders**”) of the Company, which was held on 10 May 2024 immediately after the conclusion of the AGM (the “**A Shareholders’ Class Meeting**”) as set out in the notice of A Shareholders’ Class Meeting dated 19 April 2024 (the “**A Shareholders’ Class Meeting Notice**”) as follows:

Special resolutions		Number of votes (%)		
		For	Against	Abstain
1.	To consider and approve the amendments to the Articles of Association as set out in the section headed “3. Proposed amendments to the Articles of Association” in the “Letter from the Board” contained in the Circular.	2,768,189,138 (87.8606%)	382,427,518 (12.1380%)	42,800 (0.0014%)
As more than two thirds of the total number of votes held by the A Shareholders and proxies who attended the A Shareholders’ Class Meeting were cast in favour of the resolution, the resolution was passed as a special resolution.				

Special resolutions		Number of votes (%)		
		For	Against	Abstain
2.	To consider and approve the amendments to the Rules of Procedure for General Meetings as set out in the section headed “4. Proposed amendments to the Rules of Procedure – (a) Rules of Procedure for General Meetings” in the “Letter from the Board” contained in the Circular.	2,765,997,883 (87.7911%)	384,648,473 (12.2085%)	13,100 (0.0004%)
As more than two thirds of the total number of votes held by the A Shareholders and proxies who attended the A Shareholders’ Class Meeting were cast in favour of the resolution, the resolution was passed as a special resolution.				

Notes:

- (1) Total number of A Shares entitling the holders to attend and vote for or against the resolution at the A Shareholders’ Class Meeting: 6,774,521,296 shares.
- (2) Total number of shares entitling the holders to attend and abstain from voting in favour of any of the resolutions at the A Shareholders’ Class Meeting as set out in Rule 13.40 of the Listing Rules: Nil.
- (3) Total number of A Shares held by the A Shareholders or their proxies who have attended the A Shareholders’ Class Meeting and are entitled to vote is 3,150,659,456 shares, which represents approximately 46.5075% of the total issued A shares entitling the holders to attend and vote for or against the resolutions at the A Shareholders’ Class Meeting.
- (4) No shareholder was required under the Listing Rules to abstain from voting on any of the resolutions at the A Shareholders’ Class Meeting, and none of the shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions of the A Shareholders’ Class Meeting.
- (5) Executive Directors Mr. Zhang Quan, Mr. Ma Changhai and Mr. Wang Decheng, non-executive Director Mr. Richard Robinson Smith, and independent non-executive Directors Ms. Jiang Yan, Mr. Chi Deqiang, Mr. Zhao Fuquan, Mr. Xu Bing and Mr. Tao Huaan attended the A Shareholders’ Class Meeting either in person or via video or telephone conference system.
- (6) (i) Mr. Zhao Yongchang, supervisor of the Company, and (ii) 北京市通商律師事務所 (Beijing Commerce & Finance Law Offices), legal advisors of the Company as to the People’s Republic of China law, acted as the scrutinees at the A Shareholders’ Class Meeting.

III. CLASS MEETING OF THE HOLDERS OF H SHARES

The Board announces the poll results in respect of the resolutions proposed for consideration and approval at the class meeting of the holders of the H shares (being the overseas listed foreign shares issued in the capital of the Company with a RMB denominated par value of RMB1.00 each (the “H Shares”)) (the “H Shareholders”) of the Company, which was held on 10 May 2024 immediately after the conclusion of the A Shareholders’ Class Meeting (the “H Shareholders’ Class Meeting”) as set out in the notice of H Shareholders’ Class Meeting dated 19 April 2024 (the “H Shareholders’ Class Meeting Notice”) as follows:

Special resolutions		Number of votes (%)		
		For	Against	Abstain
1.	To consider and approve the amendments to the Articles of Association as set out in the section headed “3. Proposed amendments to the Articles of Association” in the “Letter from the Board” contained in the Circular.	47,921,561 (3.9739%)	1,157,369,502 (95.9756%)	609,000 (0.0505%)
As less than two thirds of the total number of votes held by the H Shareholders and proxies who attended the H Shareholders’ Class Meeting were cast in favour of the resolution, the resolution was not passed as a special resolution.				
2.	To consider and approve the amendments to the Rules of Procedure for General Meetings as set out in the section headed “4. Proposed amendments to the Rules of Procedure – (a) Rules of Procedure for General Meetings” in the “Letter from the Board” contained in the Circular.	57,099,406 (4.7350%)	1,148,191,657 (95.2145%)	609,000 (0.0505%)
As less than two thirds of the total number of votes held by the H Shareholders and proxies who attended the H Shareholders’ Class Meeting were cast in favour of the resolution, the resolution was not passed as a special resolution.				

Given that the above resolutions were not passed at the AGM and the H Shareholders’ Class Meeting, the proposed amendments to (i) the Articles of Association as set out in the section headed “3. Proposed amendments to the Articles of Association” in the “Letter from the Board” contained in the Circular; and (ii) the Rules of Procedure for General Meetings as set out in the section headed “4. Proposed amendments to the Rules of Procedure – (a) Rules of Procedure for General Meetings” in the “Letter from the Board” contained in the Circular will not become effective.

Notes:

- (1) Total number of H Shares entitling the holders to attend and vote for or against the resolution at the H Shareholders' Class Meeting: 1,943,040,000 shares.
- (2) Total number of shares entitling the holders to attend and abstain from voting in favour of any of the resolutions at the H Shareholders' Class Meeting as set out in Rule 13.40 of the Listing Rules: Nil.
- (3) Total number of H Shares held by the H Shareholders or their proxies who have attended the H Shareholders' Class Meeting and are entitled to vote is 1,205,900,063 shares, which represents approximately 62.0625% of the total issued H shares.
- (4) No shareholder was required under the Listing Rules to abstain from voting on any of the resolutions at the H Shareholders' Class Meeting, and none of the shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions of the H Shareholders' Class Meeting.
- (5) Executive Directors Mr. Zhang Quan, Mr. Ma Changhai and Mr. Wang Decheng, non-executive Director Mr. Richard Robinson Smith, and independent non-executive Directors Ms. Jiang Yan, Mr. Chi Deqiang, Mr. Zhao Fuquan, Mr. Xu Bing and Mr. Tao Huaan attended the H Shareholders' Class Meeting either in person or via video or telephone conference system.
- (6) (i) Mr. Zhao Yongchang, supervisor of the Company, (ii) Computershare Hong Kong Investor Services Limited, the share registrar for the H shares of the Company, and (iii) 北京市通商律師事務所 (Beijing Commerce & Finance Law Offices), legal advisors of the Company as to the People's Republic of China law, acted as the scrutineers at the H Shareholders' Class Meeting.

IV. ELECTION AND RE-ELECTION OF DIRECTORS AND SUPERVISORS

Reference is made to the Company's Circular.

The Board announces that Mr. Tan Xuguang (譚旭光), Mr. Zhang Quan (張泉), Mr. Ma Changhai (馬常海), Mr. Wang Decheng (王德成), Mr. Sun Shaojun (孫少軍), Mr. Yuan Hongming (袁宏明), and Mr. Ma Xuyao (馬旭耀) have been re-elected as executive Directors of the Company; Mr. Zhang Liangfu (張良富), Mr. Richard Robinson Smith and Mr. Michael Martin Macht have been re-elected as non-executive Directors of the Company; and Ms. Jiang Yan (蔣彥), Mr. Chi Deqiang (遲德強), Mr. Zhao Fuquan (趙福全) and Mr. Xu Bing (徐兵) have been re-elected as independent non-executive Directors of the Company; and Mr. Wang Yanlei (王延磊) and Mr. Wang Xuewen (王學文) have been re-elected as Supervisors of the Company, each for a term from 10 May 2024 to the conclusion of the annual general meeting of the Company for the year ending 31 December 2026 (both days inclusive) (except that the term of Ms. Jiang Yan's appointment is from 10 May 2024 to 28 June 2026).

The Board further announces that Mr. Tao Huaan (陶化安) has been appointed as an independent non-executive Director of the Company for a term from 10 May 2024 to the conclusion of the annual general meeting of the Company for the year ending 31 December 2026 (both days inclusive).

Biographies of the said Directors and Supervisors of the Company were set out in the Circular. Save as disclosed therein, there are no other matters which need to be brought to the attention of the shareholders of the Company regarding the aforesaid appointments or any other information that needs to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

The Board is also pleased to announce that at the staff delegation meeting* (職工代表團(組)長會議) of the Company held on 10 May 2024, Mr. Zhao Yongchang (趙永昌) (“**Mr. Zhao**”) was re-elected as an employee representative supervisor (“**Employee Representative Supervisor**”) for a term of three years commencing on 10 May 2024 and ending on the conclusion of the annual general meeting of the Company for the year ending 31 December 2026 (both days inclusive).

Mr. Zhao Yongchang (趙永昌), aged 46, is a Supervisor of the Company. Mr. Zhao joined Weifang Diesel Engine Factory* (濰坊柴油機廠) in June 1997. He had been the director of the Party Committee working department complaints and proposals office* (黨委工作部信訪室) of the Weichai Group Holdings Limited* (濰柴控股集團有限公司). He is currently the assistant to the director of the Company’s party-mass affairs and protection department* (黨群工作與保衛保障部). Mr. Zhao holds a bachelor’s degree.

Mr. Zhao will not enter into any service contract with the Company in respect of his service as an Employee Representative Supervisor, and he will not receive any emolument for serving as an Employee Representative Supervisor.

Save as disclosed above, Mr. Zhao has confirmed that, as at the date of this announcement, (i) he has not held any major positions in the Company or its subsidiaries, and did not hold any directorship in any other listed company for the past three years; (ii) he does not have any relationship with any other directors, supervisors, senior management, or substantial or controlling shareholder of the Company; and (iii) neither Mr. Zhao nor his associates has any interests or short positions in any shares or underlying shares or debentures of the Company or any or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other matter relating to the election of Mr. Zhao as an Employee Representative Supervisor that needs to be brought to the attention of the Shareholders and there is no other information which is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

V. ELECTION AND RE-ELECTION OF MEMBERS OF BOARD COMMITTEES

The Board further announces that following the election and re-election (as the case may be) of the members of the Board, the members of the audit committee (the “**Audit Committee**”), remuneration committee (the “**Remuneration Committee**”), nomination committee (the “**Nomination Committee**”) and strategic development and investment committee (the “**Strategic Development And Investment Committee**”) of the Company have been elected or re-elected (as the case may be) with effect from 10 May 2024, and following such election or re-election (as the case may be):

- (1) the Audit Committee comprises Ms. Jiang Yan, Mr. Chi Deqiang, Mr. Zhao Fuquan, Mr. Xu Bing and Mr. Tao Huaan, with Ms. Jiang Yan acting as the chairman;
- (2) the Remuneration Committee comprises Ms. Jiang Yan, Mr. Zhang Liangfu and Mr. Zhao Fuquan, with Ms. Jiang Yan acting as the chairman;
- (3) the Nomination Committee comprises Mr. Chi Deqiang, Mr. Ma Changhai and Mr. Xu Bing, with Mr. Chi Deqiang acting as chairman; and
- (4) the Strategic Development and Investment Committee comprises Mr. Tan Xuguang, Mr. Michael Martin Macht, Mr. Zhang Quan, Mr. Wang Decheng, Mr. Sun Shaojun, Mr. Yuan Hongming, Mr. Ma Xuyao, Mr. Zhang Liangfu and Mr. Tao Huaan, with Mr. Tan Xuguang acting as the chairman and Mr. Michael Martin Macht acting as the vice-chairman.

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

Hong Kong, 10 May 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. Chi Deqiang, Mr. Zhao Fuquan, Mr. Xu Bing and Mr. Tao Huaan.