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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)

**SUPPLEMENTARY NOTICE OF
ANNUAL GENERAL MEETING OF
THE SHAREHOLDERS OF WEICHAI POWER CO., LTD.**

Reference is made to the notice (the “**Notice**”) of annual general meeting (“**AGM**”) of the shareholders of Weichai Power Co., Ltd. (the “**Company**”) dated 24 May 2021. The AGM will be held at the Company’s conference room at 197, Section A, Fu Shou East Street, High Technology Development Zone, Weifang, Shandong Province, the People’s Republic of China on 28 June 2021 at 2:50 p.m. Unless the context otherwise requires, terms defined in the Notice shall have the same meaning when used herein.

Reference is also made to the announcement of the Company dated 11 June 2021 on the proposed payment of cash dividends and the decisions of the board of directors (the “**Board**”) of the Company (i) to withdraw the original proposed resolution on the profit distribution plan, and (ii) to submit additional proposals to the AGM in consideration of the motion made by 潍柴控股集团有限公司 (Weichai Group Holdings Limited), a substantial shareholder of the Company.

As disclosed in the announcement of the Company dated 11 June 2021, the following resolution (the “**Withdrawn Resolution**”) contained in the Notice has been withdrawn and will not be put forward at the AGM for voting:

7. To consider and approve the profit distribution plan of the Company for the year ended 31 December 2020.

SUPPLEMENTARY NOTICE IS HEREBY GIVEN that the AGM will be held as originally scheduled and will consider and, if thought fit, approve the following resolutions as ordinary resolutions numbered 11 and 12, in addition to the resolutions as set out in the Notice (other than the Withdrawn Resolution and having taken into account the rearrangement of the numbering of such resolutions, details of which are set out below):

ORDINARY RESOLUTIONS

To consider and, if thought fit, approve the following resolutions as ordinary resolutions:

11. To consider and approve the adjusted proposal for the distribution of profit to the shareholders of the Company for the year ended 31 December 2020.
12. 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 2021.

In view of the withdrawal of the Withdrawn Resolution and the addition of the new proposed resolutions as set out in this supplementary notice, the numbering of the other resolutions to be considered and approved at the AGM as set out in the Notice (other than the Withdrawn Resolution) will be rearranged as follows, and Shareholders are advised to pay special attention to the revised numbering of the resolutions:

AS ORDINARY RESOLUTIONS:

1. To consider and approve the Annual Report of the Company for the year ended 31 December 2020.
2. To consider and approve the Report of the Board of Directors of the Company for the year ended 31 December 2020.
3. To consider and approve the Report of the Supervisory Committee of the Company for the year ended 31 December 2020.
4. To consider and receive the audited financial statements of the Company and the Auditors' Report for the year ended 31 December 2020.
5. To consider and approve the 財務決算報告 (final financial report) of the Company for the year ended 31 December 2020.
6. To consider and approve the 財務預算報告 (financial budget report) of the Company for the year ending 31 December 2021.

7. To consider and approve the re-appointment of Deloitte Touche Tohmatsu Certified Public Accountants LLP (德勤華永會計師事務所(特殊普通合夥)) as the auditors of the Company for the year ending 31 December 2021 and to authorise the Directors to determine their remuneration.
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 2021.

AS SPECIAL RESOLUTIONS:

9. To consider, and if thought fit, approve the following resolution as a special resolution:

“**THAT** the merger and absorption of 濰柴動力(濰坊)集約配送有限公司 (Weichai Power (Weifang) Intensive Logistics Co., Ltd.), a wholly-owned subsidiary of the Company, by the Company be and is hereby approved, and that the management of the Company be and is hereby authorised to do all such things, matters and take all such actions as he or they may in his or their discretion consider necessary or desirable for the purpose of or in connection with the matters related thereto.”
10. To consider, and if thought fit, approve the following resolution as a special resolution:

“**THAT** the merger and absorption of 濰柴動力(濰坊)再製造有限公司 (Weichai Power (Weifang) Reconstruction Co., Ltd.), a wholly-owned subsidiary of the Company, by the Company be and is hereby approved, and that the management of the Company be and is hereby authorised to do all such things, matters and take all such actions as he or they may in his or their discretion consider necessary or desirable for the purpose of or in connection with the matters related thereto.”

AS ORDINARY RESOLUTIONS:

11. To consider and approve the adjusted proposal for the distribution of profit to the shareholders of the Company for the year ended 31 December 2020.
12. 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 2021.
13. (a) To consider and approve the re-election of Mr. Tan Xuguang as a Director of the Company for a term of three years from the date of the AGM to the conclusion of the annual general meeting of the Company for the year ending 31 December 2023 (both days inclusive).
- (b) To consider and approve the re-election of Mr. Zhang Liangfu as a Director of the Company for a term of three years from the date of the AGM to the conclusion of the annual general meeting of the Company for the year ending 31 December 2023 (both days inclusive).

- (c) To consider and approve the re-election of Mr. Jiang Kui as a Director of the Company for a term of three years from the date of the AGM to the conclusion of the annual general meeting of the Company for the year ending 31 December 2023 (both days inclusive).
 - (d) To consider and approve the re-election of Mr. Zhang Quan as a Director of the Company for a term of three years from the date of the AGM to the conclusion of the annual general meeting of the Company for the year ending 31 December 2023 (both days inclusive).
 - (e) To consider and approve the re-election of Mr. Xu Xinyu as a Director of the Company for a term of three years from the date of the AGM to the conclusion of the annual general meeting of the Company for the year ending 31 December 2023 (both days inclusive).
 - (f) To consider and approve the re-election of Mr. Sun Shaojun as a Director of the Company for a term of three years from the date of the AGM to the conclusion of the annual general meeting of the Company for the year ending 31 December 2023 (both days inclusive).
 - (g) To consider and approve the re-election of Mr. Yuan Hongming as a Director of the Company for a term of three years from the date of the AGM to the conclusion of the annual general meeting of the Company for the year ending 31 December 2023 (both days inclusive).
 - (h) To consider and approve the re-election of Mr. Yan Jianbo as a Director of the Company for a term of three years from the date of the AGM to the conclusion of the annual general meeting of the Company for the year ending 31 December 2023 (both days inclusive).
 - (i) To consider and approve the re-election of Mr. Gordon Riske as a Director of the Company for a term of three years from the date of the AGM to the conclusion of the annual general meeting of the Company for the year ending 31 December 2023 (both days inclusive).
 - (j) To consider and approve the re-election of Mr. Michael Martin Macht as a Director of the Company for a term of three years from the date of the AGM to the conclusion of the annual general meeting of the Company for the year ending 31 December 2023 (both days inclusive).
14. (a) To consider and approve the re-election of Mr. Li Hongwu as an independent non-executive Director of the Company from the date of the AGM to 7 June 2023.
- (b) To consider and approve the re-election of Mr. Wen Daocai as an independent non-executive Director of the Company for a term of three years from the date of the AGM to the conclusion of the annual general meeting of the Company for the year ending 31 December 2023 (both days inclusive).

- (c) To consider and approve the re-election of Ms. Jiang Yan as an independent non-executive Director of the Company for a term of three years from the date of the AGM to the conclusion of the annual general meeting of the Company for the year ending 31 December 2023 (both days inclusive).
 - (d) To consider and approve the re-election of Mr. Yu Zhuoping as an independent non-executive Director of the Company for a term of three years from the date of the AGM to the conclusion of the annual general meeting of the Company for the year ending 31 December 2023 (both days inclusive).
 - (e) To consider and approve the re-election of Ms. Zhao Huifang as an independent non-executive Director of the Company for a term of three years from the date of the AGM to the conclusion of the annual general meeting of the Company for the year ending 31 December 2023 (both days inclusive).
15. (a) To consider and approve the re-election of Mr. Lu Wenwu as a Supervisor of the Company for a term of three years from the date of the AGM to the conclusion of the annual general meeting of the Company for the year ending 31 December 2023 (both days inclusive).
- (b) To consider and approve the re-election of Mr. Wu Hongwei as a Supervisor of the Company for a term of three years from the date of the AGM to the conclusion of the annual general meeting of the Company for the year ending 31 December 2023 (both days inclusive).

By Order of the Board of Directors
Weichai Power Co., Ltd.
Kwong Kwan Tong
Company Secretary

Hong Kong, 11 June 2021

Notes:

- (A) Since the proxy form sent together with the Notice dated 24 May 2021 (the “**First Proxy Form**”) contains the Withdrawn Resolution but does not contain the proposed additional resolutions as set out in this supplementary notice of AGM, a new proxy form (the “**Second Proxy Form**”) with the rearranged numbering of the certain resolutions has been prepared and is enclosed with this supplementary notice of AGM.
- (B) A shareholder who has not yet lodged the First Proxy Form with the Company’s H-Share Registrar, Computershare Hong Kong Investor Services Limited (address: 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong), is requested to lodge the Second Proxy Form if he or she wishes to appoint proxies to attend the AGM on his or her behalf. In this case, the First Proxy Form should not be lodged with the Company’s H-Share Registrar.

- (C) A shareholder who has already lodged the First Proxy Form with Company's H-Share Registrar should note that:
- (i) If no Second Proxy Form is lodged with the Company's H-Share Registrar in accordance with the instructions printed thereon, the First Proxy Form will be treated as a valid form of proxy lodged by the shareholder if duly completed. Apart from the resolutions referred to in the Notice and the First Proxy Form (other than in respect of the Withdrawn Resolution), the proxy so appointed by the shareholder pursuant to the First Proxy Form will be entitled to vote or to abstain from voting at his or her discretion on any resolution properly put to the AGM, including the additionally proposed resolutions as set out in this supplementary notice.
 - (ii) If the Second Proxy Form is lodged with the Company's H-Share Registrar no later than 24 hours before the time fixed for holding the AGM or any adjournment thereof, in accordance with the instructions printed thereon, the Second Proxy Form, whether duly completed or not, will revoke and supersede the First Proxy Form previously lodged by the shareholder. The Second Proxy Form will be treated as a valid form of proxy if duly completed.
 - (iii) If the Second Proxy Form is lodged with the Company's H-Share Registrar later than 24 hours before the time fixed for holding the AGM or any adjournment thereof, the Second Proxy Form will be deemed invalid. It will not revoke the First Proxy Form previously lodged by the shareholder. The First Proxy Form will be treated as a valid form of proxy if duly completed. Apart from the resolutions referred to in the Notice and the First Proxy Form (other than in respect of the Withdrawn Resolution), the proxy so appointed by the shareholder pursuant to the First Proxy Form will be entitled to vote or to abstain from voting at his or her discretion on any resolution properly put to the AGM, including the additionally proposed resolutions as set out in this supplementary notice.
- (D) Apart from the additional resolutions set out in this supplementary notice of AGM, the withdrawal of the Withdrawn Resolution and the corresponding rearrangement of the numbering of the certain resolutions in the manner as set out in this supplementary notice of AGM, all other matters relating to the AGM as set out in the Notice remain unchanged. Please refer to the Notice for details of the other resolutions to be considered and approved at the AGM, eligibility of attendance, registration procedures, closure of register of members and other relevant matters in relation to the AGM.

As at the date of this notice, the executive Directors of the Company are Mr. Tan Xuguang, Mr. Zhang Quan, Mr. Xu Xinyu, Mr. Sun Shaojun, Mr. Yuan Hongming and Mr. Yan Jianbo; the non-executive Directors of the Company are Mr. Zhang Liangfu, Mr. Jiang Kui, Mr. Gordon Riske and Mr. Michael Martin Macht; and the independent non-executive Directors of the Company are Mr. Li Hongwu, Mr. Wen Daocai, Ms. Jiang Yan, Mr. Yu Zhuoping and Ms. Zhao Huifang.