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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 HELD ON 28 JUNE 2021,  
RE-ELECTION OF DIRECTORS AND  
SUPERVISORS  
AND RE-ELECTION OF MEMBERS OF THE BOARD COMMITTEES**

The Board is pleased to announce that all the resolutions set out in the AGM Notice and the Supplementary AGM Notice were duly approved by the shareholders of the Company by way of poll at the AGM held on 28 June 2021.

The Board further announces the re-elections 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 2020, which was held on 28 June 2021 at 2:50 p.m. (the “**AGM**”) as set out in the notice of the AGM dated 21 May 2021 (the “**AGM Notice**”) and the supplementary notice of the AGM dated 11 June 2021 (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 2020.	3,859,824,849 (99.1436%)	12,984,146 (0.3335%)	20,356,897 (0.5229%)
	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
2.	To consider and approve the Report of the Board of Directors of the Company for the year ended 31 December 2020.	3,859,820,349 (99.1435%)	13,008,646 (0.3341%)	20,336,897 (0.5224%)
	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 2020.	3,859,824,349 (99.1436%)	13,004,646 (0.3340%)	20,336,897 (0.5224%)
	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 2020.	3,871,585,590 (99.4457%)	1,248,405 (0.0321%)	20,331,897 (0.5222%)
	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 2020.	3,871,585,590 (99.4457%)	1,248,405 (0.0321%)	20,331,897 (0.5222%)
	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.			
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.	2,817,109,508 (72.3604%)	877,399,126 (22.5369%)	198,657,258 (5.1027%)
	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
7.	To consider approve the re-appointment of Deloitte Touche Tohmatsu Certified Public Accountants LLP (德勤華永會計師事務所 (特殊普通合伙)) as the auditors of the Company for the year ending 31 December 2021 and to authorise the Directors to determine their remuneration.	3,753,884,526 (96.4224%)	111,146,976 (2.8549%)	28,134,390 (0.7227%)
		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 approve the re-appointment of 和信會計師事務所 (特殊普通合伙) (Hexin Accountants LLP) as the internal control auditors of the Company for the year ending 31 December 2021.	3,875,218,516 (99.5390%)	11,602,076 (0.2980%)	6,345,300 (0.1630%)
		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
9.	To consider and approve 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.) by the Company.	3,652,500,562 (93.8183%)	71,334,759 (1.8323%)	169,330,571 (4.3494%)
		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.		
10.	To consider and approve the merger and absorption of 濰柴動力 (濰坊) 再製造有限公司 (Weichai Power (Weifang) Reconstruction Co., Ltd.) by the Company.	3,652,500,562 (93.8183%)	71,334,759 (1.8323%)	169,330,571 (4.3494%)
		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	Against	Abstain
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.	3,882,456,286 (99.7249%)	1,263,604 (0.0325%)	9,446,002 (0.2426%)
		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.		
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.	3,882,479,187 (99.7255%)	1,243,705 (0.0319%)	9,443,000 (0.2426%)
		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)
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).	3,549,789,544 (91.1800%)	262,663,205 (6.7468%)	80,713,143 (2.0732%)
		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. 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).	3,702,100,544 (95.0923%)	116,344,787 (2.9884%)	74,720,561 (1.9193%)
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. 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).	3,622,808,893 (93.0556%)	195,058,774 (5.0103%)	75,298,225 (1.9341%)
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. 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).	3,717,388,342 (95.4850%)	100,652,382 (2.5854%)	75,125,168 (1.9297%)
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)
(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).	3,704,477,801 (95.1534%)	117,032,969 (3.0061%)	71,655,122 (1.8405%)
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.				
(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).	3,755,406,383 (96.4615%)	64,596,588 (1.6592%)	73,162,921 (1.8793%)
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. 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).	3,772,535,085 (96.9015%)	49,575,851 (1.2734%)	71,054,956 (1.8251%)
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)
(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).	3,772,535,085 (96.9015%)	49,575,851 (1.2734%)	71,054,956 (1.8251%)
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.				
(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).	3,652,041,084 (93.8065%)	162,414,800 (4.1718%)	78,710,008 (2.0217%)
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 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).	3,715,511,346 (95.4368%)	103,397,564 (2.6559%)	74,256,982 (1.9074%)
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)
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.	2,793,248,321 (71.7475%)	763,774,864 (19.6183%)	336,142,707 (8.6342%)
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. 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).	3,126,838,235 (80.3161%)	611,531,171 (15.7078%)	154,796,486 (3.9761%)
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 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).	3,088,255,327 (79.3250%)	615,379,973 (15.8067%)	189,530,592 (4.8683%)
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)
(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).	3,057,277,920 (78.5294%)	680,333,278 (17.4751%)	155,554,694 (3.9956%)
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 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).	3,019,323,535 (77.5545%)	718,669,376 (18.4598%)	155,172,981 (3.9858%)
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)
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).	3,549,081,779 (91.1618%)	150,650,649 (3.8696%)	193,433,464 (4.9685%)
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. 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).	3,838,919,329 (98.6066%)	17,481,007 (0.4490%)	36,765,556 (0.9444%)
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: 8,726,556,821 shares (comprising 1,943,040,000 H shares and 6,783,516,821 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 3,893,165,892 shares, which represents approximately 44.6129% of the total issued shares.
- (4) (i) Computershare Hong Kong Investor Services Limited, the share registrar for the H shares of the Company, (ii) Mr. Lu Wenwu, 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. RE-ELECTION OF DIRECTORS AND SUPERVISORS

Reference is made to the circular (the “**Circular**”) of the Company dated 21 May 2021.

The Board announces that Mr. Tan Xuguang (譚旭光先生), Mr. Zhang Liangfu (張良富先生), Mr. Jiang Kui (江奎先生), Mr. Zhang Quan (張泉先生), Mr. Xu Xinyu (徐新玉先生), Mr. Sun Shaojun (孫少軍先生), Mr. Yuan Hongming (袁宏明先生), Mr. Yan Jianbo (嚴鑒鉞先生), Mr. Gordon Riske and Mr. Michael Martin Macht have been re-elected as Directors of the Company; Mr. Li Hongwu (李洪武先生), Mr. Wen Daocai (聞道才先生), Ms. Jiang Yan (蔣彥女士), Mr. Yu Zhuoping (余卓平先生) and Ms. Zhao Huifang (趙惠芳女士) have been re-elected as independent non-executive Directors of the Company; and Mr. Lu Wenwu (魯文武先生) and Mr. Wu Hongwei (吳洪偉先生) have been re-elected as Supervisors of the Company, each for a term from 28 June 2021 to the conclusion of the annual general meeting of the Company for the year ending 31 December 2023 (both days inclusive) (except that the term of Mr. Li Hongwu’s appointment is from 28 June 2021 to 7 June 2023).

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 appointment 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 Meeting of Staff Delegation Leaders held by the workers’ union (工會委員會) of the Company, Mr. Ma Changhai (馬常海) (“**Mr. Ma**”) was re-elected as an employee representative supervisor for the Supervisory Committee of the Company for a term from of three years commencing on 28 June 2021 and ending on the conclusion of the annual general meeting of the Company for the year ending 31 December 2023 (both days inclusive).

Mr. Ma, Chinese, aged 47, is a Supervisor of the Company. Mr. Ma joined Weifang Diesel Engine Factory in 1997. He held various positions including the deputy manager of administration department of Shandong Weichai Import and Export Co., Ltd., administrative officer, head of brand management department, and officer at the administrative office of external affairs of the Company. He is currently holding various positions including the deputy party committee secretary, board secretary, head of the organisation department of the party committee of Weichai Group Holdings Limited, deputy party committee secretary of the Company, a director of Weichai Power (Hong Kong) International Development Co., Ltd., a director of Weichai International (Hong Kong) Energy Group Co., Ltd., and chairman of Weichai Power (Beijing) International Resource Investment Co., Ltd. He is a senior political engineer and holds a bachelor's degree.

Save as disclosed above, Mr. Ma has not held any directorship in any other listed companies in Hong Kong or overseas in the past three years, has not taken up any other major positions in the Company or its subsidiaries, and does not have any relationship with any other directors, supervisors, senior management or substantial shareholders or controlling shareholder of the Company.

Mr. Ma will not enter into any service contract with the Company and he will not receive any emolument for serving as an employee representative supervisor of the Company. Mr. Ma does not have any interest in the shares and underlying shares of the Company and its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Save as disclosed herein, there is no other matter relating to the re-election of Mr. Ma as a Supervisor that will need to be brought to the attention of the shareholders of the Company and there is no other information which is required to be disclosed pursuant to Rule 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

### III. RE-ELECTION OF MEMBERS OF BOARD COMMITTEES

The Board further announces that following the re-election of all members of the Board, all members of the audit committee, remuneration committee, nomination committee and strategic development and investment committee of the Company have been re-elected, and there is no change in the composition of the board committees. Following such re-elections, with effect from 28 June 2021:

- (1) the audit committee of the Company comprises Ms. Jiang Yan, Mr. Li Hongwu, Mr. Wen Daocai, Mr. Yu Zhuoping and Ms. Zhao Huifang, with Ms. Jiang Yan acting as the chairman;
- (2) the remuneration committee of the Company comprises Mr. Tan Xuguang, Ms. Zhao Huifang and Ms. Jiang Yan, with Ms. Zhao Huifang acting as the chairman;
- (3) the nomination committee of the Company comprises Mr. Li Hongwu, Mr. Xu Xinyu and Ms. Zhao Huifang, with Mr. Li Hongwu acting as the chairman; and
- (4) the strategic development and investment committee of the Company comprises Mr. Tan Xuguang, Mr. Michael Martin Macht, Mr. Zhang Liangfu, Mr. Zhang Quan, Mr. Xu Xinyu, Mr. Sun Shaojun, Mr. Yuan Hongming, Mr. Yan Jianbo and Mr. Yu Zhuoping, 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.**  
**Kwong Kwan Tong**  
Company Secretary

Hong Kong, 28 June 2021

*As at the date of this announcement, 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.*