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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 EXTRAORDINARY GENERAL MEETING
HELD ON 29 DECEMBER 2022**

The Board is pleased to announce that the resolutions set out in the EGM Notice were duly approved by way of poll at the EGM held on the 29 December 2022.

EXTRAORDINARY GENERAL MEETING

The board of directors (the “**Board**”) 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 extraordinary general meeting of the shareholders of the Company, which was held on 29 December 2022 at 2:50 p.m. (the “**EGM**”) as set out in the notice of the EGM dated 8 December 2022 (the “**EGM Notice**”) as follows:

Special resolutions		Number of votes (%)		
		For	Against	Abstain
1.	To consider and approve the resolution on the spin-off and listing of Weichai Lovol Intelligent Agricultural Technology Co., Ltd.* (潍柴雷沃智慧農業科技股份有限公司), a subsidiary of the Company, on the ChiNext Board of the Shenzhen Stock Exchange in compliance with the relevant laws and regulations.	3,463,750,069 (99.2902%)	17,017,717 (0.4878%)	7,742,800 (0.2220%)
As more than two thirds of the total number of votes held by the shareholders and proxies who attended the EGM 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 resolution on the proposal in relation to the spin-off and listing of Weichai Lovol Intelligent Agricultural Technology Co., Ltd.* (濰柴雷沃智慧農業科技股份有限公司), a subsidiary of the Company, on the ChiNext Board of the Shenzhen Stock Exchange.	3,463,750,069 (99.2902%)	17,017,717 (0.4878%)	7,742,800 (0.2220%)
As more than two thirds of the total number of votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as a special resolution.				
3.	To consider and approve the resolution on the “Action Plan for the Spin-off and Listing of Weichai Lovol Intelligent Agricultural Technology Co., Ltd., a subsidiary of Weichai Power Co., Ltd., on the ChiNext Board of the Shenzhen Stock Exchange” (《濰柴動力股份有限公司關於分拆所屬子公司濰柴雷沃智慧農業科技股份有限公司至創業板上市的預案》).	3,463,750,069 (99.2902%)	17,017,717 (0.4878%)	7,742,800 (0.2220%)
As more than two thirds of the total number of votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as a special resolution.				
4.	To consider and approve the resolution on the spin-off and listing of Weichai Lovol Intelligent Agricultural Technology Co., Ltd.* (濰柴雷沃智慧農業科技股份有限公司), a subsidiary of the Company, on the ChiNext Board of the Shenzhen Stock Exchange in compliance with the “Rules for the Spin-off of Listed Companies (For Trial Implementation)” (《上市公司分拆規則(試行)》).	3,479,010,981 (99.7277%)	1,486,805 (0.0426%)	8,012,800 (0.2297%)
As more than two thirds of the total number of votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as a special resolution.				
5.	To consider and approve the resolution on the spin-off and listing of Weichai Lovol Intelligent Agricultural Technology Co., Ltd.* (濰柴雷沃智慧農業科技股份有限公司), a subsidiary of the Company, on the ChiNext Board of the Shenzhen Stock Exchange which is conducive to safeguarding the legal rights and interests of the shareholders and creditors of the Company.	3,479,010,981 (99.7277%)	1,486,805 (0.0426%)	8,012,800 (0.2297%)
As more than two thirds of the total number of votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as a special resolution.				
6.	To consider and approve the resolution on the ability of the Company to maintain its independence and sustainable operation ability.	3,479,041,681 (99.7286%)	1,416,405 (0.0406%)	8,052,500 (0.2308%)
As more than two thirds of the total number of votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as a special resolution.				

Special resolutions		Number of votes (%)		
		For	Against	Abstain
7.	To consider and approve the resolution on the capacity of Weichai Lovol Intelligent Agricultural Technology Co., Ltd.* (濰柴雷沃智慧農業科技股份有限公司) to operate in accordance with the corresponding regulations.	3,479,031,681 (99.7283%)	1,456,105 (0.0417%)	8,022,800 (0.2300%)
As more than two thirds of the total number of votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as a special resolution.				
8.	To consider and approve the resolution on the explanation regarding the completeness and compliance of the statutory procedures performed for the spin-off and the validity of the legal documents to be submitted in relation thereto.	3,479,031,681 (99.7283%)	1,426,405 (0.0409%)	8,052,500 (0.2308%)
As more than two thirds of the total number of votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as a special resolution.				
9.	To consider and approve the resolution on the analysis in relation to the objectives, commercial reasonableness, necessity and feasibility of the spin-off.	3,479,031,681 (99.7283%)	1,444,905 (0.0414%)	8,034,000 (0.2303%)
As more than two thirds of the total number of votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as a special resolution.				
10.	To consider and approve the resolution on the authorisation to the board of the Company and its authorised persons to deal with the matters relating to the spin-off.	3,479,031,681 (99.7283%)	1,426,405 (0.0409%)	8,052,500 (0.2308%)
As more than two thirds of the total number of votes held by the shareholders and proxies who attended the EGM 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 New Weichai Holdings General Services Agreement dated 30 August 2022 referred to in the section headed “IV. PRC Continuing Connected Transactions” in the announcement of the Company dated 30 August 2022 and the relevant new caps.	2,042,799,537 (99.5383%)	1,413,605 (0.0689%)	8,062,500 (0.3929%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				

Ordinary resolutions		Number of votes (%)		
		For	Against	Abstain
12.	To consider and approve the New Weichai Holdings Purchase Agreement dated 30 August 2022 referred to in the section headed “II.A. Weichai Continuing Connected Transactions – Purchase of vehicles, parts and components of vehicles and related products, excavators, loaders, raw materials including gas and scrap metals etc., diesel engines and related products and processing services by the Company (and its subsidiaries) from Weichai Holdings (and its associates)” in the announcement of the Company dated 30 August 2022 and the relevant New Caps (as defined in the said announcement).	2,042,809,537 (99.5388%)	1,413,605 (0.0689%)	8,052,500 (0.3924%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
13.	To consider and approve the New Shaanxi Automotive Sales Agreement dated 30 August 2022 referred to in the section headed “II.B. Shaanxi Automotive Continuing Connected Transactions – 1. Sale of vehicles, parts and components of vehicles, raw materials and related products and provision of the relevant services by the Company (and its subsidiaries) to Shaanxi Automotive (and its associates)” in the announcement of the Company dated 30 August 2022 and the relevant New Caps (as defined in the said announcement).	3,479,044,481 (99.7286%)	1,413,605 (0.0405%)	8,052,500 (0.2308%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
14.	To consider and approve the New Shaanxi Automotive Purchase Agreement dated 30 August 2022 referred to in the section headed “II.B. Shaanxi Automotive Continuing Connected Transactions – 2. Purchase of parts and components of vehicles, scrap steel and related products and labour services by the Company (and its subsidiaries) from Shaanxi Automotive (and its associates)” in the announcement of the Company dated 30 August 2022 and the relevant New Caps (as defined in the said announcement).	3,479,044,481 (99.7286%)	1,413,605 (0.0405%)	8,052,500 (0.2308%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				

Ordinary resolutions		Number of votes (%)		
		For	Against	Abstain
15.	To consider and approve the Weichai Freshen Air Purchase Agreement dated 23 November 2022 referred to in the section headed “II. The Non-Exempt Continuing Connected Transaction” in the “Letter From the Board” contained in the Circular and the relevant New Caps (as defined in the Circular).	2,042,809,537 (99.5388%)	1,413,605 (0.0689%)	8,052,500 (0.3924%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the EGM 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 EGM: 8,639,291,296 shares (comprising 1,943,040,000 H shares and 6,696,251,296 A shares).
- (2) Total number of shares entitling the holders to attend and abstain from voting in favour of any resolution at the EGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited: nil.
- (3) Total number of shares held by the shareholders or their proxies who have attended the EGM and are entitled to vote is 3,488,510,586 shares, which represent approximately 40.3796% of the total issued shares entitling the holders to attend and vote for or against the resolutions at the EGM.
- (4) 濰柴控股集團有限公司 (Weichai Group Holdings Limited) holding 1,422,550,620 shares and Mr. Zhang Quan holding 13,684,324 shares have abstained from voting in respect of resolutions number 11, 12 and 15 above.
- (5) Executive Directors of the Company Mr. Zhang Quan, Mr. Xu Xinyu and Mr. Sun Shaojun, non-executive Director of the Company Mr. Jiang Kui, and independent non-executive Directors of the Company Mr. Li Hongwu, Mr. Wen Daocai, Ms. Jiang Yan, Mr. Yu Zhuoping and Ms. Zhao Huifang attended the EGM either in person or via video or telephone conferencing system.
- (6) (i) Computershare Hong Kong Investor Services Limited, the share registrar for the H shares of the Company, (ii) Mr. Wang Yanlei, a supervisor of the Company, and (iii) 北京市通商律師事務所 (Beijing Commerce & Finance Law Office), legal advisors of the Company as to the People’s Republic of China law, acted as the scrutineers at the EGM.

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

Hong Kong, 29 December 2022

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.