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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**

### **PROPOSED APPOINTMENT OF DIRECTOR**

The Board announces that Mr. Tao Huaan was nominated as an independent non-executive Director, with effect from the date of approval by the shareholders of the Company at the AGM and until the conclusion of the annual general meeting of the Company for the year ending 31 December 2026.

The board (the “**Board**”) of directors (the “**Directors**”) of Weichai Power Co., Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. Yu Zhuoping is expected not to seek for re-election as an independent non-executive Director at the forthcoming annual general meeting of the Company (the “**AGM**”) in order to focus on his research and development commitments.

In order to fill up the vacancy that may arise from the abovementioned, Mr. Tao Huaan was nominated as an independent non-executive Director, with effect from the date of approval by the shareholders of the Company (the “**Shareholders**”) at the AGM and until the conclusion of the annual general meeting of the Company for the year ending 31 December 2026.

Mr. Tao Huaan was identified and selected in accordance with the nomination policy of the Company in consideration of the relevant factors including but not limited to gender, age, cultural and educational background, academic qualifications, professional experience and skills. The Board considers that Mr. Tao Huaan has deep professional knowledge, suitable qualifications and experience, and together with the other independent non-executive Directors, would form a good mix of expertise in providing a balanced and independent perspective to the Board on the Group's affairs. In addition, as at the date of this announcement, Mr. Tao Huaan has confirmed that (i) he has satisfied all the criteria for independence as set out in Rule 3.13(1) to (8) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Listing Rules**"); (ii) he had no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected persons (as defined in the Hong Kong Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his proposed appointment, the Board considers that he is independent pursuant to the guidelines on independence under the Hong Kong Listing Rules. Accordingly, based on the recommendation of the nomination committee of the Board, the Board is of the view that Mr. Tao Huaan is a suitable candidate to be elected as an independent non-executive Director.

Mr. Tao Huaan will not enter into any service contract with the Company. The basic salary of Mr. Tao Huaan will be determined in accordance with relevant emolument policy of the Company on the basis of, inter alia, the relevant proposed Director's merit, qualifications and competence after taking into consideration the remuneration of the current Directors.

The biographical details of Mr. Tao Huaan who will stand for election as a proposed Director are set out below:

Mr. Tao Huaan (陶化安), Chinese, aged 61, graduated in laws from Jinlin University, and is a Chinese Certified Public Accountant. Mr. Tao currently holds positions including a partner at Hai Run Law Firm (北京海潤天睿律師事務所), and an independent director of Shanghai OPM Biosciences Co., Ltd. (上海奧浦邁生物科技股份有限公司), a company listed on the Shanghai Stock Exchange (stock code: 688293). His previous positions include the accounting head of the Vegetable Oil Company\* of Liuhe County, Jilin Province (吉林省柳河縣植物油公司會計主管), a public procurator of the procuratorate office of the Procuratorate of Liuhe County, Jinlin Province stationed at the administration of grain\* (吉林省柳河縣人民檢察院駐糧食局檢察室檢察官), a judge at the People's Court of Liuhe County, Jinlin Province (吉林省柳河縣人民法院法官), a full-time lawyer at Wang Haiyun Law Firm\* of Changchun City (長春市王海雲律師事務所專職律師), a full-time lawyer at Beijing Tian'an Law Firm\* (北京市天安律師事務所專職律師), a full-time lawyer at Zhong Yin Law Firm in Beijing (北京中銀律師事務所專職律師), a full-time lawyer at Jincheng Tongda & Neal in Beijing (北京金誠同達律師事務所專職律師), a full-time lawyer at King & Capital Law Firm in Beijing (北京市京都律師事務所專職律師), and a partner at Beijing Dongwei Law Firm (北京市東衛律師事務所合夥人).

\* For identification purpose only

As at the date of this announcement, save as disclosed herein, Mr. Tao Huaan (i) has not been a director of any public companies the shares of which are listed on any securities market in Hong Kong or overseas in the past three years, (ii) has no relationship with any Directors, senior management or substantial shareholders or controlling shareholders (as defined respectively in the Hong Kong Listing Rules) of the Company, (iii) is not interested or deemed to be interested in shares or underlying shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), and (iv) does not hold any other major positions within the Company or other members of the Group.

Save as disclosed herein, there is no other matter relating to the election of Mr. Tao Huaan that will need 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 Hong Kong Listing Rules.

A circular containing, among other things, details of the proposed election of Mr. Tao Huaan together with a notice convening the AGM will be despatched to the Shareholders pursuant to the Hong Kong Listing Rules.

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.*