

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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

**UPDATES ON THE PROPOSED AMENDMENTS TO THE
ARTICLES OF ASSOCIATION
AND
ADJUSTMENTS TO THE AGM NOTICE AND PROXY FORM**

Reference is made to the announcement of Weichai Power Co., Ltd. (the “**Company**”) dated 25 March 2024 and the circular (the “**Circular**”) of the Company dated 19 April 2024, in relation to, *inter alia*, the proposed amendments to the Articles of the Company. Terms used in this announcement shall have the same meaning as defined in the Circular unless the context requires otherwise.

Further amendments to the Articles of the Company in respect of the business scope of the Company

The Board received a motion made by 潍柴控股集團有限公司 (Weichai Group Holdings Limited), a substantial shareholder of the Company, for submitting an additional proposal to change the business scope of the Company as stipulated in the Articles of the Company. After careful deliberation and discussion, due to the operational development needs of the Company and given that the aforesaid proposal is in compliance with the relevant provisions of the laws, administrative regulations and the Company’s Articles of Association, the Board resolved to submit the said additional proposal for the shareholders’ consideration and, if thought fit, approval by way of special resolution at the AGM.

Details of the proposed change of business scope of the Company as stipulated in the Articles of the Company will be set out in the Company’s supplementary notice of AGM to be disseminated in due course.

Revised Proxy Form

Reference is made to the proxy form sent together with the notice convening the AGM dated 19 April 2024 (the “**Original Proxy Form**”).

Given that the Original Proxy Form does not contain the proposed additional resolution to be set out in the supplementary notice of AGM, a new proxy form (the “**Revised Proxy Form**”) with the rearranged numbering of certain resolutions has been prepared will be disseminated with the supplementary notice of AGM.

Further, the Board would like to clarify a clerical error in relation to the resolutions numbered 15, 16 and 17 of the English Original Proxy Form. There should have been three boxes for the Shareholders to indicate voting instructions in respect of resolutions numbered 15, 16 and 17, under the columns headed “For (*By way of cumulative voting*) (*Please insert the number of votes*)”, “Against (*By way of cumulative voting*) (*Please insert the number of votes*)” and “Abstain (*By way of cumulative voting*) (*Please insert the number of votes*)”, respectively. The English Revised Proxy Form referred to above has been amended to reflect the ratification of such clerical error.

Save as disclosed above, the contents of the Revised Proxy Form remain unchanged. Shareholders should note that:

- (I) A shareholder who has not yet lodged the Original 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 Revised Proxy Form if he or she wishes to appoint proxies to attend the AGM on his or her behalf. In this case, the Original Proxy Form should not be lodged with the Company’s H-Share Registrar.
- (II) A shareholder who has already lodged the Original Proxy Form with Company’s H-Share Registrar should note that:
 - (i) If no Revised Proxy Form is lodged with the Company’s H-Share Registrar in accordance with the instructions printed thereon, the Original Proxy Form will be treated as a valid form of proxy lodged by the shareholder if duly completed, except where the shareholder has used the English Original Proxy Form, such shareholder shall be deemed not to have given any voting instructions in respect of resolutions numbered 15, 16 and 17 of the English Original Proxy Form. Apart from the resolutions referred to in the Notice and the Original Proxy Form, the proxy so appointed by the shareholder pursuant to the Original 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 resolution as set out in the supplementary notice of AGM and the resolutions numbered 15, 16 and 17 of the English Original Proxy Form.
 - (ii) If the Revised Proxy Form is duly completed and 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 Revised Proxy Form will be treated as valid and will revoke and supersede the Original Proxy Form previously lodged by the shareholder.

- (iii) If the Revised 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 Revised Proxy Form will be deemed invalid. It will not revoke the Original Proxy Form previously lodged by the shareholder. The Original Proxy Form will be treated as a valid form of proxy if duly completed, except where the shareholder has used the English Original Proxy Form, such shareholder shall be deemed not to have given any voting instructions in respect of resolutions numbered 15, 16 and 17 of the English Original Proxy Form. Apart from the resolutions referred to in the Notice and the Original Proxy Form, the proxy so appointed by the shareholder pursuant to the Original 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 resolution as set out in the supplementary notice of AGM and the resolutions numbered 15, 16 and 17 of the English Original Proxy Form.

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

Hong Kong, 23 April 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.