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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 JANUARY 2021**

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 29 January 2021.

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 January 2021 at 2:50 p.m. (the “**EGM**”) as set out in the notice of the EGM dated 11 January 2021 (the “**EGM Notice**”) as follows:

Special resolutions		Number of votes (%)		
		For	Against	Abstain
1.	To consider and approve the grant of the General Mandate to issue Shares to the Board.	3,635,168,632 (76.8179%)	1,095,551,461 (23.1510%)	1,469,990 (0.0311%)
	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.			
2.	To consider and approve the resolution on the Company's compliance with the conditions of Non-public Issuance of A Shares.	4,657,576,248 (98.4233%)	74,421,909 (1.5727%)	191,926 (0.0041%)
	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
3.	To consider and approve the issuance proposal for the proposed Non-public Issuance of A Shares:			
3.1	class and par value of Shares to be issued;	4,649,497,734 (98.2526%)	74,414,309 (1.5725%)	8,278,040 (0.1749%)
3.2	method and time of issuance;	4,649,567,834 (98.2540%)	74,420,309 (1.5726%)	8,201,940 (0.1733%)
3.3	target subscribers and subscription method;	4,649,522,434 (98.2531%)	74,494,409 (1.5742%)	8,173,240 (0.1727%)
3.4	Pricing Benchmark Date, issue price and pricing;	4,649,562,434 (98.2539%)	74,417,309 (1.5726%)	8,210,340 (0.1735%)
3.5	number of Shares to be issued;	4,649,560,734 (98.2539%)	74,417,109 (1.5726%)	8,212,240 (0.1735%)
3.6	lock-up period arrangement;	4,595,445,493 (97.1103%)	74,942,409 (1.5837%)	61,802,181 (1.3060%)
3.7	place of listing of the new A Shares to be issued;	4,649,537,954 (98.2534%)	74,414,309 (1.5725%)	8,237,820 (0.1741%)
3.8	arrangement of accumulated undistributed profits;	4,649,420,754 (98.2509%)	74,499,909 (1.5743%)	8,269,420 (0.1747%)
3.9	validity of the resolutions in respect of the Non-public Issuance of A Shares; and	4,649,584,754 (98.2544%)	74,414,309 (1.5725%)	8,191,020 (0.1731%)
3.10	use of proceeds.	4,649,117,333 (98.2445%)	74,414,309 (1.5725%)	8,658,441 (0.1830%)
	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 Plan for the Non-public Issuance of A Shares.	4,651,123,748 (98.2869%)	74,418,509 (1.5726%)	6,647,826 (0.1405%)
	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
5.	To consider and approve the resolution on the Feasibility Analysis Report on the Use of Proceeds from the Non-public Issuance of A Shares.	4,714,434,748 (99.6248%)	11,109,309 (0.2348%)	6,646,026 (0.1404%)
	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 absence of need to prepare a report on the use of previously raised proceeds.	4,644,828,948 (98.1539%)	71,015,309 (1.5007%)	16,345,826 (0.3454%)
	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.			
7.	To consider and approve the resolution on the remedial measures for the dilution of immediate returns upon the Non-public Issuance of A Shares and undertakings by the relevant persons.	4,651,068,248 (98.2857%)	74,414,309 (1.5725%)	6,707,526 (0.1417%)
	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 Company's Plan on Shareholders' Return for the Upcoming Three Years (2021–2023).	4,723,156,928 (99.8091%)	750,909 (0.0159%)	8,282,246 (0.1750%)
	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 authorisation to the Board and its authorised person(s) to deal with matters relevant to the Non-public Issuance of A Shares.	4,649,517,728 (98.2530%)	74,419,309 (1.5726%)	8,253,046 (0.1744%)
	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 resolution		Number of votes (%)		
		For	Against	Abstain
10.	To consider and approve the resolution on the proposed amendments to the Company's Management Measures on the Use of Raised Proceeds.	4,712,034,028 (99.5741%)	10,959,309 (0.2316%)	9,196,746 (0.1943%)
	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: 7,933,873,895 shares (comprising 5,990,833,895 A shares and 1,943,040,000 H 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 4,732,190,083 shares, which represent approximately 59.645% of the total issued shares entitling the holders to attend and vote for or against the resolutions at the EGM.
- (4) As set out in the EGM Notice, resolutions numbered 2 to 9 as set out in the EGM Notice are conditional upon the passing of the resolution numbered 1 in the EGM Notice by way of special resolution.
- (5) (i) Computershare Hong Kong Investor Services Limited, the share registrar for the H Shares of the Company, (ii) Mr. Wu Hongwei, 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.
Kwong Kwan Tong
Company Secretary

Hong Kong, 29 January 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.