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潍柴動力股份有限公司

**WEICHA POWER CO., LTD.**

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 2338)**

## **ANNOUNCEMENT**

### **RESULTS OF THE NON-PUBLIC ISSUANCE OF A SHARES AND CHANGE IN SHARE CAPITAL**

Reference is made to the announcements of Weichai Power Co., Ltd. (the “**Company**”) dated 24 December 2020, 25 January 2021, 26 January 2021, 29 January 2021, 12 April 2021 and 23 April 2021, and the circular (the “**Circular**”) of the Company dated 11 January 2021, in respect of, inter alia, the proposed Non-public Issuance of A Shares. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless the context requires otherwise.

The Board is pleased to announce that, the registration at the CSDC of the A Shares to be issued pursuant to the Non-public Issuance of A Shares is expected to be completed on 31 May 2021, with the issuance of a total of 792,682,926 A Shares to 25 specific subscribers by way of non-public issuance, at a final issue price of RMB16.40 per Share. The A Shares issued pursuant to the Non-public Issuance of A Shares shall be listed on the Shenzhen Stock Exchange on 1 June 2021, whilst subject to a lock-up period of six months. Further details of the Non-public Issuance of A Shares are set out below:

#### **I. BASIC INFORMATION ON THE NON-PUBLIC ISSUANCE OF A SHARES**

Class and par value of Shares issued	:	The Shares to be issued are A Shares with a par value of RMB1.00 per share
Number of shares issued	:	792,682,926 A Shares
Issue price	:	RMB16.40 per A Share

The pricing benchmark date under the Non-public Issuance of A Shares was the first day of the offering period (i.e. 28 April 2021) and the base price was RMB15.32 per A Share, an amount not less than 80% of the average trading price (rounded up to the nearest two decimal places) of the A Shares of the Company for the 20 trading days preceding the Pricing Benchmark Date (excluding the Pricing Benchmark Date). Based on the aforementioned base price, the final issue price of RMB16.40 per A Share was determined by the Company with the sponsoring institution (lead underwriter) with reference to the price inquiry results based on the principles of price priority, amount priority, and time priority according to the prices offered by the target subscribers.

The final issue price of RMB16.40 per A Share represents a premium of approximately 9.26% to the benchmarked price of HK\$18.02 (equivalent to approximately RMB15.01), such benchmarked price being the closing price of H Shares on the date of the Company's acceptance of the subscriptions involving the proposed Non-public Issuance of A Shares under the General Mandate.

Total proceeds	:	RMB12,999,999,986.40
Issuance expenses	:	RMB11,942,705.93 (exclusive of value-added tax)
Net proceeds	:	RMB12,988,057,280.47

## **II. OVERVIEW OF THE ISSUANCE RESULTS AND TARGET SUBSCRIBERS**

### **1. Issuance Results**

The total number of shares to be issued under the Non-public Issuance of A Shares is 792,682,926 A Shares, which is no more than the maximum of 793,387,389 A Shares as approved by the CSRC. There are 25 target subscribers which are in compliance with the relevant requirements of the “Measures for Administration of Issuance of Securities by Listed Companies” (《上市公司證券發行管理辦法》) and the “Implementation Rules for the Non-public Issuance of Shares by Listed Companies” (《上市公司非公開發行股票實施細則》). Details of the number of shares subscribed by each of the target subscribers and the subscription amount are as follows:

No.	Name of target subscribers	Number of new A Shares allocated	Subscription amount (RMB)
1	UBS AG	72,137,804	1,183,059,985.60
2	Caitong Fund Management Co., Ltd.	53,776,219	881,929,991.60
3	GIC Private Limited	47,313,414	775,939,989.60
4	National Manufacturing Transformation and Upgrade Fund Co., Ltd.* (國家製造業轉型升級基金股份 有限公司)	42,682,926	699,999,986.40
5	China International Capital Corporation Limited	38,536,585	631,999,994.00
6	Overlook Investments Limited	35,365,853	579,999,989.20
7	Nanjing Rongjing Huikang Equity Investment Partnership Enterprise (Limited Partnership)* (南京融京匯康股權投資合夥企業 (有限合夥))	35,365,853	579,999,989.20
8	Guotai Junan Securities Co., Ltd.	32,865,853	538,999,989.20
9	Franklin Templeton Sealand Fund Management Co., Ltd.	31,024,390	508,799,996.00
10	China Life Asset Management Company Limited	30,487,804	499,999,985.60
11	Haitong Securities Co., Ltd.	28,658,536	469,999,990.40
12	J. P. Morgan Securities plc	28,048,780	459,999,992.00
13	Central SOEs Industrial Investment Fund for Poor Area Co., Ltd.* (中央企業貧困地區產業投資基金 股份有限公司)	27,439,024	449,999,993.60
14	Shanghai Guotai Junan Securities Asset Management Co., Ltd.	26,829,268	439,999,995.20
15	Kegai Gongying (Chongqing) Private Equity Investment Fund Partnership Enterprise (Limited Partnership)* (科改共贏(重慶) 私募股權投資基金 合夥企業(有限合夥))	25,609,756	419,999,998.40
16	Three Gorges Capital Holdings Co., Ltd.	25,609,756	419,999,998.40
17	Bosera Asset Management Co., Limited	24,390,243	399,999,985.20
18	Nanfang Tianchen (Beijing) Investment Management Co., Ltd.	24,389,634	399,989,997.60

No.	Name of target subscribers	Number of new A Shares allocated	Subscription amount (RMB)
19	Ningbo Junji Equity Investment Partnership (Limited Partnership)* (寧波君濟股權投資合夥企業 (有限合夥))	23,780,487	389,999,986.80
20	Beijing Fenghui Investment Management Co., Ltd.* (北京豐匯投資管理有限公司)	23,170,731	379,999,988.40
21	Morgan Stanley & Co. International PLC	23,170,731	379,999,988.40
22	Shandong State-owned Assets Investment Holdings Co., Ltd.	23,170,731	379,999,988.40
23	Yantai Xinzhen Tianying Equity Investment Center (Limited Partnership)* (煙臺信貞添盈股權投資中心 (有限合夥))	23,170,731	379,999,988.40
24	FAW Equity Investment (Tianjin) Co., Ltd.	23,170,731	379,999,988.40
25	Hongde Fund Management Co., Ltd.* (泓德基金管理有限公司)	22,517,086	369,280,210.40
<b>Total:</b>		<b>792,682,926</b>	<b>12,999,999,986.40</b>

The shares subscribed for by the abovementioned target subscribers shall not be transferred or dealt with within six months from the closing date of the Non-public Issuance of A Shares unless otherwise required under the applicable laws. After the end of the aforementioned lock-up period, the shares issued under the Non-public Issuance of A Shares shall be dealt with in accordance with the relevant regulations of the CSRC and the Shenzhen Stock Exchange.

Insofar as the Company is aware, having made all reasonable enquiries, all the above 25 subscribers under the Non-public Issuance of A Shares are third parties independent of the Company and its connected persons.

## 2. Target Subscribers

Further details of the target subscribers are set out as follows:

### (1) UBS AG

Name of company	UBS AG
Registered capital	CHF 385,840,847
Legal representative	Fang Dongming* (房東明)
Type of company	Qualified Foreign Institutional Investor
Registered address	Bahnhofstrasse 45, 8001 Zurich, Switzerland, and Aeschenvorstadt 1, 4051 Basel, Switzerland
Permit number	QF2003EUS001
Scope of business	Domestic securities investment

### (2) Caitong Fund Management Co., Ltd.

Name of company	Caitong Fund Management Co., Ltd.
Date of establishment	21 June 2011
Registered capital	RMB200 million
Legal representative	Xia Lifen* (夏理芬)
Type of company	Other limited liability company
Registered address	Room 505, No. 619, Wusong Road, Hongkou District, Shanghai
Unified social credit code	91310000577433812A
Scope of business	Fund raising, fund sales, asset management for specific clients, asset management and other business permitted by the CSRC. (For projects subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities.)

### (3) GIC Private Limited

Name of company	GIC Private Limited
Type of company	Qualified Foreign Institutional Investor
Registered address	168 Robinson Road, #37-01 Capital Tower, Singapore 068912
Permit number	QF2005ASO030

(4) *National Manufacturing Transformation and Upgrade Fund Co., Ltd.\** (國家製造業轉型升級基金股份有限公司)

Name of company	National Manufacturing Transformation and Upgrade Fund Co., Ltd.* (國家製造業轉型升級基金股份有限公司)
Date of establishment	18 November 2019
Registered capital	RMB147.2 billion
Legal representative	Wang Zhanfu* (王占甫)
Type of company	Other joint stock limited company (unlisted)
Registered address	Room 201-2, 2/F, Building No. 3, No. 5A, Rongchang East Street, Beijing Economic-Technological Development Area, Beijing
Unified social credit code	91110302MA01NQHG3J
Scope of business	Investment of non-securities business; equity investment; investment management and consultation; asset management. (“1. No public fund-raising business shall be conducted without the approval of relevant authorities; 2. Public trading activities of securities products or financial derivatives are not allowed; 3. Granting of loan is not allowed; 4. No guarantee shall be provided to any enterprise other than the investee enterprise; 5. No promise shall be made to the investor that the principal of the investment will not be lost or that the minimum return will be guaranteed”; the enterprise shall select business items and carry out operating activities at its discretion in accordance with the law; for items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities and to the extent authorised by such approval; it is not allowed to engage in operating activities prohibited or restricted by industrial policies of the city where it is located.)

(5) *China International Capital Corporation Limited*

Name of company	China International Capital Corporation Limited
Date of establishment	31 July 1995
Registered capital	RMB4,827,256,868
Legal representative	Shen Rujun (沈如軍)
Type of company	Joint stock limited company (Sino-foreign joint venture, listed)
Registered address	27th & 28th Floor, Building 2, China World Trade Center, No. 1 Jianguomenwai Avenue, Chaoyang District, Beijing
Unified social credit code	91110000625909986U
Scope of business	I. Brokerage business for special RMB-denominated shares, RMB-denominated ordinary shares, shares issued overseas, domestic and overseas government bonds, debenture and corporate bonds; II. proprietary business for RMB-denominated ordinary shares, special RMB-denominated shares, shares issued overseas, domestic and overseas government bonds, debenture and corporate bonds; III. underwriting business for RMB-denominated ordinary shares, special RMB-denominated shares, shares issued overseas, domestic and overseas government bonds, debenture and corporate bonds; IV. promotion and management of funds; V. advisory services on corporate restructuring and mergers and acquisitions; VI. advisory services on project financing; VII. investment consultancy and other consultancy businesses; VIII. foreign exchange trading; IX. foreign exchange asset management of overseas enterprises and domestic foreign-invested enterprises; X. inter-bank lending and borrowings; XI. asset management for clients; XII. online agency securities trading; XIII. securities margin trading; XIV. sales of financial products on an agency basis; XV. sales of securities investment fund on an agency basis; XVI. intermediary business for futures companies; XVII. securities investment fund custody business; and XVIII. other businesses as approved by financial regulatory authorities. (The market entity shall select business items and carry out operating activities at its discretion in accordance with the law; for items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities and to the extent authorised by such approval; it is not allowed to engage in operating activities prohibited or restricted by industrial policies of the state and of the city where it is located.)



(6) *Overlook Investments Limited*

Name of company	Overlook Investments Limited
Type of company	Qualified Foreign Institutional Investor
Registered address	22/F Ruttonjee House, 11 Duddell Street, Hong Kong
Permit number	QF2014ASF266

(7) *Nanjing Rongjing Huikang Equity Investment Partnership Enterprise (Limited Partnership)\* (南京融京匯康股權投資合夥企業 (有限合夥))*

Name of company	Nanjing Rongjing Huikang Equity Investment Partnership Enterprise (Limited Partnership)* (南京融京匯康股權投資合夥企業 (有限合夥))
Date of establishment	14 February 2019
Registered capital	RMB450.1 million
Executive partner	Jiangsu Addor Rongjing Capital Service Limited Company* (江蘇毅達融京資本服務有限公司)
Type of company	Limited partnership enterprise
Registered address	359 Jiangdong Middle Road, Jianye District, Nanjing City (Unit B504, 4th Floor, Guorui Mansion 2)
Unified social credit code	91320105MA1XWTJ70K
Scope of business	Equity investment and venture capital. (For items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities.)

(8) *Guotai Junan Securities Co., Ltd.*

Name of company	Guotai Junan Securities Co., Ltd.
Date of establishment	18 August 1999
Registered capital	RMB8,907.947954 million
Legal representative	He Qing (賀青)
Type of company	Other limited companies (listed)
Registered address	No. 618 Shangcheng Road, China (Shanghai) Pilot Free-Trade Zone, Shanghai, PRC
Unified social credit code	9131000063159284XQ
Scope of business	Securities brokerage; securities proprietary trading; securities underwriting and sponsorship; securities investment consultation; financial advisory business in relation to securities trading and securities investment activities; margin financing and securities lending; agency sale of securities investment funds; agency sale of financial products; intermediary services to future firms; stock options market making; and other businesses approved by the CSRC. (For items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities.)



(9) *Franklin Templeton Sealand Fund Management Co., Ltd.*

Name of company	Franklin Templeton Sealand Fund Management Co., Ltd.
Date of establishment	15 November 2004
Registered capital	RMB220 million
Legal representative	Wu Xianling* (吳顯玲)
Type of company	Limited liability company (Sino-foreign joint venture)
Registered address	Room 306, Level 3, Block A-13, Phase I, China-ASEAN Sci-Tech Business Incubation Park, No.1 Zongbu Road, Xixiangtang District, Nanning City, Guangxi
Unified social credit code	914500007689075900
Scope of business	Fund raising, fund sale, asset management and other business as approved by the CSRC. (For items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities.)

(10) *China Life Asset Management Company Limited*

Name of company	China Life Asset Management Company Limited
Date of establishment	23 November 2003
Registered capital	RMB4,000 million
Legal representative	Wang Junhui* (王軍輝)
Type of company	Other limited liability company
Registered address	14th-18th Floor, China Life Insurance Center, 17 Jinrong Street, Xicheng District, Beijing
Unified social credit code	91110000710932101M
Scope of business	Management and utilisation of proprietary funds; acting as an agent or trustee for asset management business; consulting business relevant to the above businesses; other asset management business permitted by applicable PRC laws and regulations. (For items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities.) (The enterprise shall select business items and carry out operating activities at its discretion in accordance with the law; for items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities and to the extent authorised by such approval; it is not allowed to engage in operating activities prohibited or restricted by industrial policies of the city where it is located.)

(11) *Haitong Securities Co., Ltd.*

Name of company	Haitong Securities Co., Ltd.
Date of establishment	2 February 1993
Registered capital	RMB13,064.2 million
Legal representative	Zhou Jie (周杰)
Type of company	Other joint stock limited company (listed)
Registered address	No. 689, Guangdong Road, Shanghai
Unified social credit code	9131000013220921X6
Scope of business	Securities brokerage; securities proprietary trading; securities underwriting and sponsorship; securities investment advisory; consultation related to securities transactions and securities investment activities; direct investment business; securities investment fund consignment; provision of intermediary introduction business for the futures companies; securities lending and borrowing business; agency sales of financial products; stock options market making business; and other businesses approved by the CSRC. In addition, the company is permitted to establish subsidiaries that are engaged in outbound investments including investments in financial products. (For items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities.)

(12) *J. P. Morgan Securities plc*

Name of company	J. P. Morgan Securities plc
Registered capital	US\$17,546.050 million
Legal representative	CHARLES CHIANG
Type of company	Qualified Foreign Institutional Investor
Registered address	25 Bank Street, Canary Wharf, London, E14 5JP
Permit number	QF2016EUS309
Scope of business	Domestic securities investment

(13) *Central SOEs Industrial Investment Fund for Poor Area Co., Ltd.\** (中央企業貧困地區產業投資基金股份有限公司)

Name of company	Central SOEs Industrial Investment Fund for Poor Area Co., Ltd.* (中央企業貧困地區產業投資基金股份有限公司)
Date of establishment	24 October 2016
Registered capital	RMB30,955,930,854
Legal representative	Li Ruge* (李汝革)
Type of company	Joint stock limited company (unlisted, state-controlled)
Registered address	Room 1007, 10th Floor, Gaoxin Building, No. 1 Nanbinhe Road, Guanganmenwai, Xicheng District, Beijing
Unified social credit code	91110000MA0092LM5C
Scope of business	Fund management; investment in resource development, industrial park construction, new urbanisation development, pension, medical, and health industries in poor areas; investment consulting and investment management. (The market entity shall select business items and carry out operating activities at its discretion in accordance with the law; for items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities and to the extent authorised by such approval; it is not allowed to engage in operating activities prohibited or restricted by industrial policies of the state and of the city where it is located.)

(14) *Shanghai Guotai Junan Securities Asset Management Co., Ltd.*

Name of company	Shanghai Guotai Junan Securities Asset Management Co., Ltd.
Date of establishment	27 August 2010
Registered capital	RMB2,000 million
Legal representative	Jiang Wei* (江偉)
Type of company	Limited liability company (wholly owned by a legal person that is not invested or controlled by a natural person)
Registered address	Room 409A10, No. 381 South Suzhou Road, Huangpu District, Shanghai
Unified social credit code	91310000560191968J
Scope of business	Permitted businesses: public fund management business. (For items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities and the specific business items are subject to the approval documents or permits of the relevant departments). General businesses: securities asset management business. (Except for the items subject to approval in accordance with the laws, business activities can be carried out independently with the business licence(s) in accordance with the laws.)

(15) *Kegai Gongying (Chongqing) Private Equity Investment Fund Partnership Enterprise (Limited Partnership)\* (科改共贏 (重慶) 私募股權投資基金合夥企業 (有限合夥))*

Name of company	Kegai Gongying (Chongqing) Private Equity Investment Fund Partnership Enterprise (Limited Partnership)* (科改共贏 (重慶) 私募股權投資基金合夥企業 (有限合夥))
Date of establishment	21 April 2021
Registered capital	RMB652 million
Executive partner	National Reform Technology Fund Management Co., Ltd.*(國改科技基金管理有限公司)(Representative: Dai Yusi* (戴育四))
Type of company	Limited partnership enterprise
Registered address	56 Xingsheng Road, Yangjiaping, Jiulongpo District, Chongqing
Unified social credit code	91500107MAABNNXM3R
Scope of business	Engaging in equity investment with private equity funds. (For items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities and the specific business items are subject to the approval documents or permits of the relevant authorities.)

(16) *Three Gorges Capital Holdings Co., Ltd.*

Name of company	Three Gorges Capital Holdings Co., Ltd.
Date of establishment	20 March 2015
Registered capital	RMB7,142,857,142.9
Legal representative	Jin Caijiu* (金才玖)
Type of company	Other limited liability company
Registered address	Room 206-25, 2/F, Building 1, Court One, Gongyuan Street, Tongzhou District, Beijing
Unified social credit code	91110108335463656N
Scope of business	Industrial investment; equity investment; asset management; investment consulting. (“1. No public fund raising business shall be conducted without the approval of the relevant authorities; 2. Public trading of securities products or financial derivatives shall not be carried out; 3. No lending business shall be carried out; 4. No guarantee shall be provided to any enterprise other than the enterprise in which the investment is made; 5. No promise shall be made to the investor that the principal of the investment will not be lost or that the minimum return will be guaranteed”; the market entity shall select business items and carry out operating activities at its discretion in accordance with the law; for items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities and to the extent authorised by such approval; it is not allowed to engage in operating activities prohibited or restricted by industrial policies of the state and of the city where it is located.)

(17) *Bosera Asset Management Co., Limited*

Name of company	Bosera Asset Management Co., Limited
Date of establishment	13 July 1998
Registered capital	RMB250 million
Legal representative	Jiang Xiangyang* (江向陽)
Type of company	Limited liability company
Registered address	21/F, Fund Building, No. 5999 Yitian Road, Fuxin Community, Lianhua Street, Futian District, Shenzhen
Unified social credit code	91440300710922202N
Scope of business	Permitted businesses: fund raising; fund sale; asset management; other business as approved by the CSRC.

(18) *Nanfang Tianchen (Beijing) Investment Management Co., Ltd.*

Name of company	Nanfang Tianchen (Beijing) Investment Management Co., Ltd.
Date of establishment	2 September 2005
Registered capital	RMB10 million
Legal representative	Chen Ming* (陳明)
Type of company	Other limited liability company
Registered address	6/F, No. 3 Scientific Research Office Building, No.10 Courtyard, Chedaogou, Haidian District, Beijing
Unified social credit code	91110108780225592U
Scope of business	Investment management; asset management. (“1. No public fund raising business shall be conducted without the approval of the relevant authorities; 2. Public trading of securities products or financial derivatives shall not be carried out; 3. No lending business shall be carried out; 4. No guarantee shall be provided to any enterprise other than the enterprise in which the investment is made; 5. No promise shall be made to the investor that the principal of the investment will not be lost or that the minimum return will be guaranteed”; the enterprise shall select business items and carry out operating activities at its discretion in accordance with the law; for items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities and to the extent authorised by such approval; the enterprise is not allowed to engage in operating activities prohibited or restricted by industrial policies of the city where it is located.)

(19) *Ningbo Junji Equity Investment Partnership (Limited Partnership)\** (寧波君濟股權投資合夥企業 (有限合夥) )

Name of company	Ningbo Junji Equity Investment Partnership (Limited Partnership)* (寧波君濟股權投資合夥企業 (有限合夥) )
Date of establishment	23 October 2020
Registered capital	RMB3,001 million
Executive partner	Ningbo Meishan Bonded Port Area Junhe Tongxin Investment Management Centre (Limited Partnership)* (寧波梅山保稅港區君和同信投資管理中心 (有限合夥) )
Type of company	Limited partnership enterprise
Registered address	M1127, District B, Room 401, Building 1, No. 88 Qixing Road, Meishan, Beilun District, Ningbo, Zhejiang Province
Unified social credit code	91330206MA2H8W7H02
Scope of business	General businesses: equity investment; (No financial businesses, such as deposit taking, financing guarantee, entrusted wealth management and funding-raising (financing) from the public, shall be conducted without the approval of financial etc. regulators.) (Except for items that are subject to approval in accordance with the laws, business activities can be conducted independently with the business licence(s) in accordance with the laws).



(20) *Beijing Fenghui Investment Management Co., Ltd.\** (北京豐匯投資管理有限公司)

Name of company	Beijing Fenghui Investment Management Co., Ltd.* (北京豐匯投資管理有限公司)
Date of establishment	12 April 2019
Registered capital	RMB20 million
Legal representative	Mo Lei* (莫磊)
Type of company	Limited liability company (funded or controlled by natural person)
Registered address	Unit 325, Block E, Beijing Fund Town Center, No. 1 Jinyuan Avenue, Changgou Town, Fangshan District, Beijing
Unified social credit code	91110111MA01JF7J2F
Scope of business	Investment management; asset management. (“1. No public fund raising business shall be conducted without the approval of the relevant authorities; 2. Public trading of securities products or financial derivatives shall not be carried out; 3. No lending business shall be carried out; 4. No guarantee shall be provided to any enterprise other than the enterprise in which the investment is made; 5. No promise shall be made to the investor that the principal of the investment will not be lost or that the minimum return will be guaranteed”; the enterprise shall select business items and carry out operating activities at its discretion in accordance with the laws; for items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities and to the extent authorised by such approval; the enterprise shall not engage in operating activities prohibited or restricted by industrial policies of the city where it is located.)

(21) *Morgan Stanley & Co. International PLC*

Name of company	Morgan Stanley & Co. International PLC
Registered capital	US\$12.765 billion
Legal representative	Young Lee
Type of company	Qualified Foreign Institutional Investor
Registered address	25 Cabot Square Canary Wharf London, E14 4QA England
Permit number	QF2003EUS003
Business scope of securities and futures business	Domestic Securities Investment

(22) *Shandong State-owned Assets Investment Holdings Co., Ltd.*

Name of company	Shandong State-owned Assets Investment Holdings Co., Ltd.
Date of establishment	25 March 1994
Registered capital	RMB4,500 million
Legal representative	Li Guangqing* (李廣慶)
Type of company	Limited liability company (state-controlled)
Registered address	Building 5, Golden Times Square, No. 9999 Jingshi Road, Lixia District, Jinan City, Shandong Province
Unified social credit code	91370000163073167C
Scope of business	Management and disposal of state-owned property rights; asset management; equity investment, management and operation; corporate reorganisation, acquisition, merger; investment advisory. (For items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities.)

(23) *Yantai Xinzhen Tianying Equity Investment Center (Limited Partnership)\** (煙臺信貞添盈股權投資中心 (有限合夥))

Name of company	Yantai Xinzhen Tianying Equity Investment Center (Limited Partnership)* (煙臺信貞添盈股權投資中心 (有限合夥))
Date of establishment	12 May 2016
Registered capital	RMB4,500 million
Executive partner	Ningbo Kunlun Xinyuan Equity Investment Management Partnership (Limited Partnership)* (寧波昆侖信元股權投資管理合夥企業 (有限合夥))
Type of company	Limited partnership
Registered address	28 Zhujiang Road, Economic & Technological Development Area, Yantai City, Shandong Province
Unified social credit code	91370600MA3CAEQ609
Scope of business	Equity investment and equity investment management. (Prohibited from engaging in deposit taking, granting financial guarantees, entrusted wealth management and other financial activities without approval by financial regulatory authorities, and for items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities.)

(24) *FAW Equity Investment (Tianjin) Co., Ltd.*

Name of company	FAW Equity Investment (Tianjin) Co., Ltd.
Date of establishment	28 March 2018
Registered capital	RMB2.7 billion
Legal representative	Zhang Ying* (張影)
Type of company	Limited liability company (wholly owned by legal person)
Registered address	Room 202, Office Area, Inspection Warehouse, No. 6262, Aozhou Road Tianjin Pilot Free Trade Zone (Dongjiang Free Trade Port Zone) (No. 1216 of Free Trade Zone Branch, Tianjin Dongjiang Business Secretarial Services Co., Ltd.* (天津東疆商務秘書服務有限公司自貿區分公司))
Unified social credit code	91120118MA06AWLT51
Scope of business	Equity investment; investment management; asset management; merger and acquisition and reorganisation services. (Prohibited from directly or indirectly engaging in the statutorily defined financial business) (For items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities.)

(25) *Hongde Fund Management Co., Ltd.\* (泓德基金管理有限公司)*

Name of company	Hongde Fund Management Co., Ltd.* (泓德基金管理有限公司)
Date of establishment	3 March 2015
Registered capital	RMB143 million
Legal representative	Wang Dexiao* (王德晓)
Type of company	Limited liability company (funded or controlled by natural person)
Registered address	Room 1206, Liu Wu Building, Liu Wu New Area, Lhasa, Tibet
Unified social credit code	91540195321398646T
Scope of business	Fund raising, fund sale, asset management for specific clients, asset management and other business as approved by the CSRC. (For items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities.)

### 3. SHAREHOLDINGS OF THE TOP 10 SHAREHOLDERS BEFORE AND AFTER THE NON-PUBLIC ISSUANCE OF A SHARES

#### (I) Shareholdings of the top 10 shareholders of the Company before the Non-public Issuance of A Shares

Shareholdings of the top 10 shareholders of the Company as at 31 March 2021 are as follows:

No.	Name of shareholder	Number of shares held (shares)	Percentage of shares held	Number of restricted shares held (shares)
1	HKSCC Nominees Limited	1,938,664,086	24.44%	—
2	Weichai Group Holdings Limited	1,406,100,000	17.72%	1,345,905,600
3	Hong Kong Securities Clearing Company Limited	806,578,005	10.17%	—
4	Weifang Investment Group Company Limited	296,625,408	3.74%	296,625,408
5	China Securities Finance Corporation Limited	163,608,906	2.06%	—
6	IVM Technical Consultants Wien Gesellschaft m.b.H.	113,938,700	1.44%	—
7	Central Huijin Assets Management Company Limited	108,492,800	1.37%	—
8	Tan Xuguang	58,842,596	0.74%	44,131,947
9	Hu Zhongxiang	50,804,566	0.64%	—
10	Shanghai Pudong Development Bank Co., Ltd. – Guangfa High-end Manufacturing Equity Initiative Securities Investment Fund* (上海浦東發展銀行股份有限公司－廣發 高端製造股票型發起 式證券投資基金)	44,616,047	0.56%	—

**(II) Shareholdings of the top 10 shareholders of the Company after the Non-public Issuance of A Shares**

Shareholdings of the top 10 shareholders of the Company upon the completion of registration of new shares to be issued pursuant to the Non-public Issuance of A Shares are as follows:

<b>No.</b>	<b>Name of shareholder</b>	<b>Number of shares held (<i>shares</i>)</b>	<b>Percentage of shares held</b>	<b>Number of restricted shares held (<i>shares</i>)</b>
1	HKSCC Nominees Limited	1,938,679,446	22.22%	–
2	Weichai Group Holdings Limited	1,422,550,620	16.30%	1,345,905,600
3	Hong Kong Securities Clearing Company Limited	659,916,267	7.56%	–
4	Weifang Investment Group Company Limited	296,625,408	3.40%	296,625,408
5	China Securities Finance Corporation Limited	163,608,906	1.87%	–
6	IVM Technical Consultants Wien Gesellschaft m.b.H.	113,938,700	1.31%	–
7	Central Huijin Assets Management Company Limited	83,674,300	0.96%	–
8	UBS AG	72,652,968	0.83%	72,137,804
9	Tan Xuguang	58,842,596	0.67%	44,131,947
10	Hu Zhongxiang	50,804,566	0.58%	–

#### 4. CHANGES IN SHARE CAPITAL STRUCTURE OF THE COMPANY BEFORE AND AFTER THE NON-PUBLIC ISSUANCE OF A SHARES

The following table sets forth the breakdown of the Shares with restricted conditions and the Shares without restricted conditions (i) before the completion of the Non-public Issuance of A Shares; and (ii) immediately after the completion of the Non-public Issuance of A Shares:

Types of shares	Before completion of the Non-public Issuance of A Shares (as at 31 December 2020)		After completion of the Non-public Issuance of A Shares	
	Number of shares ( <i>shares</i> )	Percentage of total share capital	Number of shares ( <i>shares</i> )	Percentage of total share capital
1. Restricted shares	1,746,518,070	22.01%	2,539,200,996	29.10%
2. Non-restricted shares	6,187,355,825	77.99%	6,187,355,825	70.90%
3. Total number of shares	<u>7,933,873,895</u>	<u>100.00%</u>	<u>8,726,556,821</u>	<u>100.00%</u>



Insofar as the Company is aware, the shareholding structure of the Company (i) before the completion of the Non-public Issuance of A Shares; and (ii) immediately after the completion of the Non-public Issuance of A Shares is set out as follows:

	Before completion of the Non-public Issuance of A Shares		Immediately after completion of the Non-public Issuance of A Shares	
	Number of Shares	Approximate percentage of the issued shares of the Company	Number of Shares	Approximate percentage of the issued shares of the Company
<b>A Shares</b>	<b>5,990,833,895</b>	<b>75.51%</b>	<b>6,783,516,821</b>	<b>77.73%</b>
<i>Non-public Shareholders (Note 1)</i>	1,535,345,948	19.35%	1,535,345,948	17.59%
Shandong Heavy Industry Group Co., Ltd. (through Weichai Group Holdings Limited)	1,422,550,620	17.93%	1,422,550,620	16.30%
<i>Directors of the Company</i>				
– Tan Xuguang	58,842,596	0.74%	58,842,596	0.67%
– Zhang Quan	13,684,324	0.17%	13,684,324	0.16%
– Xu Xinyu	13,684,324	0.17%	13,684,324	0.16%
– Sun Shaojun	13,684,324	0.17%	13,684,324	0.16%
– Yuan Hongming (Note 2)	1,000,884	0.01%	1,000,884	0.01%
– Yan Jianbo	1,097,904	0.01%	1,097,904	0.01%
– Wen Daocai	21,940	0.00%	21,940	0.00%
<i>Supervisors of the Company</i>				
– Lu Wenwu	600,000	0.01%	600,000	0.01%
– Wu Hongwei	4,789,516	0.06%	4,789,516	0.05%
Core connected persons at subsidiary level (Note 3)	5,389,516	0.07%	5,389,516	0.06%
<b>Public</b>	<b>4,455,487,947</b>	<b>56.16%</b>	<b>5,248,170,873</b>	<b>60.14%</b>
<b>H Shares</b>	<b>1,943,040,000</b>	<b>24.49%</b>	<b>1,943,040,000</b>	<b>22.27%</b>
<i>Non-public Shareholders (Note 1)</i>	0	0.00%	0	0.00%
<b>Public</b>	<b>1,943,040,000</b>	<b>24.49%</b>	<b>1,943,040,000</b>	<b>22.27%</b>
<b>Total</b>	<b>7,933,873,895</b>	<b>100%</b>	<b>8,726,556,821</b>	<b>100%</b>

*Notes:*

1. Non-public shareholders comprise core connected persons of the Company, which include directors, supervisors and substantial shareholders of the Company and/or its subsidiaries, and their close associates.
2. Such shareholding includes 444 Shares held by spouse.
3. Core connected persons at subsidiary level comprise two directors of subsidiaries of the Company.

Following completion of the Non-public Issuance of A Shares, Weichai Group Holdings Limited\* (濰柴控股集團有限公司) shall become a holder of approximately 16.30% of the total issued Shares of the Company, and shall continue to be the holding company of the Company.

Based on the publicly available information and to the knowledge of the Directors, the public float of the Company following completion of the Non-public Issuance of A Shares shall continue to comply with the requirements for minimum public floats as prescribed in Rule 8.08 of the Hong Kong Listing Rules. The Company will continue to implement appropriate measures and mechanisms to ensure continual maintenance of the prescribed minimum public float of the Company under the Hong Kong Listing Rules.

For further details of the Non-public Issuance of A Shares, please refer to the “Announcement of Weichai Power Co., Ltd. on the Listing and Results of the Non-public Issuance of A Shares\* (濰柴動力股份有限公司非公開發行A股股票發行情況報告書暨上市公告書)” published by the Company on the website of the Shenzhen Stock Exchange on the same date.

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

The PRC, 26 May 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.*

\* For identification purposes only