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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

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to the announcement of Weichai Power Co., Ltd. (the “**Company**”) dated 24 December 2020 (the “**Announcement**”) and the circular of the Company dated 11 January 2021 (the “**Circular**”) in respect of, among other things, the proposed consequential amendments to the Articles of Association subsequent to completion of the issue of shares under the General Mandate (including the completion of the Non-public Issuance of A Shares). Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings defined in the Announcement and the Circular.

Reference is also made to the announcement of the Company dated 26 May 2021 in respect of the results of the Non-public Issuance of A Shares. As the Company has completed the Non-public Issuance of A Shares pursuant to which a total of 792,682,926 A Shares have been issued and such A Shares have been listed on the Shenzhen Stock Exchange, the share capital of the Company has been increased to 8,726,556,821 ordinary shares.

In light of the above, pursuant to the authority granted to the Board at the 2021 first extraordinary general meeting of the Company held on 29 January 2021 and the approval by the Board at the seventh extraordinary board meeting of the Company held on 30 July 2021, the following amendments to the Articles of Association were made:

Article 7

The words “amended at the Company’s 2021 seventh extraordinary board meeting held on 30 July 2021 pursuant to the authority of the Company’s 2021 first extraordinary general meeting held on 29 January 2021,” be added after the words “...amended at the Company’s 2021 second extraordinary general meeting held on 21 May 2021...” in the first paragraph of Article 7 of the Articles of Association.

Article 19

The first sentence of the second paragraph of Article 19 of the Articles of Association be deleted in its entirety and replaced by:

“Upon obtaining the approval by the examination and approval authority which is authorised by the State Council, the Company’s total number of ordinary shares in issue is 8,726,556,821 shares, including 215,000,000 shares issued to the promoters on incorporation. Details of capital contributions by the Company’s promoters upon the Company’s incorporation are as follows:”

Article 20

The following paragraph 9 be added after the paragraph 8 of Article 20 of the Articles of Association:

“After the completion of the registration of the non-public issuance of A Shares by the Company in 2021, a total of 8,726,556,821 ordinary shares of the Company are in issue, of which holders of A Shares are interested in 6,783,516,821 shares and holders of overseas listed foreign shares are interested in 1,943,040,000 shares.”

Article 21

Article 21 of the Articles of Association be deleted in its entirety and replaced by:

“The share capital of the Company consists of 8,726,556,821 ordinary shares, of which 1,943,040,000 shares are held by the shareholders of overseas listed foreign shares and 6,783,516,821 shares are held by shareholders of A Shares.”

Article 24

Article 24 of the Articles of Association be deleted in its entirety and replaced by:

“The Company’s registered capital is RMB8,726,556,821; comprising of a total of 8,726,556,821 shares with a nominal value of RMB1.00 each.”

Since the Company is a PRC incorporated company and the official Articles of Association are in the Chinese language, the above amendments are an unofficial English language translation (the “**English Translation**”) of the official amendments in the Chinese language (the “**Official Amendments**”), which are set out in the Chinese language version of this announcement. Accordingly, in the event of any inconsistency between the English Translation and the Official Amendments, the Official Amendments shall prevail.

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

The PRC, 30 July 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.