

*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 OF RESULTS OF  
THE EXTRAORDINARY GENERAL MEETING  
HELD ON 22 NOVEMBER 2024**

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 22 November 2024.

**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 22 November 2024 at 2:50 p.m. (the “**EGM**”) as set out in the notice of the EGM dated 31 October 2024 (the “**EGM Notice**”) as follows:

Ordinary resolutions		Number of votes (%)		
		For	Against	Abstain
1.	To consider and approve the New Weichai Heavy Machinery Supply Agreement dated 22 August 2024 referred to in the section headed “IV. Renewal of Existing Continuing Connected Transactions – 1. Continuing Connected Transactions between Weichai Heavy Machinery (and its subsidiaries) and the Group – (a) Sale of diesel engines and related products and raw materials, and provision of labour and technical related services, etc. by the Company (and its subsidiaries) to Weichai Heavy Machinery (and its subsidiaries)” in the “Letter From the Board” contained in the Circular and the relevant New Caps (as defined in the Circular).	1,870,697,840 (99.7749%)	3,347,594 (0.1785%)	873,779 (0.0466%)
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.				

Ordinary resolutions		Number of votes (%)		
		For	Against	Abstain
2.	To consider and approve the New Weichai Heavy Machinery Purchase Agreement dated 22 August 2024 referred to in the section headed “IV. Renewal of Existing Continuing Connected Transactions – 1. Continuing Connected Transactions between Weichai Heavy Machinery (and its subsidiaries) and the Group – (b) Purchase of diesel engines and related products and raw materials, and receipt of labour and technical related services, etc. by the Company (and its subsidiaries) from Weichai Heavy Machinery (and its subsidiaries)” in the “Letter From the Board” contained in the Circular and the relevant New Caps (as defined in the Circular).	1,870,577,464 (99.7684%)	3,410,994 (0.1819%)	930,755 (0.0496%)
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.				
3.	To consider and approve the New Fast Transmission Sale Agreement dated 22 August 2024 referred to in the section headed “VI. PRC Continuing Connected Transactions – (a) Sale of parts and components of transmissions and related products and provision of labour services, etc. by the Company (and its subsidiaries) to Fast Transmission (and its associates)” in the “Letter From the Board” contained in the Circular and the relevant New Caps (as defined in the Circular).	3,293,357,348 (99.8753%)	3,122,306 (0.0947%)	990,179 (0.0300%)
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.				
4.	To consider and approve the New Fast Transmission Purchase Agreement dated 22 August 2024 referred to in the section headed “VI. PRC Continuing Connected Transactions – (b) Purchase of parts and components of transmissions and related products and receipt of labour services, etc. by the Company (and its subsidiaries) from Fast Transmission (and its associates)” in the “Letter From the Board” contained in the Circular and the relevant New Caps (as defined in the Circular).	3,293,198,960 (99.8705%)	3,255,894 (0.0987%)	1,014,979 (0.0308%)
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.				

Ordinary resolutions		Number of votes (%)		
		For	Against	Abstain
5.	To consider and approve the Supplemental Agreement to the Existing CNHTC Supply Agreement dated 22 August 2024 referred to in the section headed “III. Revision of annual caps of Existing Continuing Connected Transactions – 1. Continuing Connected Transactions between CNHTC (and its Associates) and the Group – Sale of vehicles, vehicle parts and components and related products, engines, engine parts and components and related products, and provision of relevant services by the Company (and its subsidiaries) to CNHTC (and its Associates)” in the “Letter from the Board” contained in the Circular and the relevant Revised Cap and New Caps (as defined in the Circular).	1,870,803,828 (99.7805%)	3,167,594 (0.1689%)	947,791 (0.0506%)
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.				
6.	To consider and approve the New CNHTC Purchase Agreement dated 22 August 2024 referred to in the section headed “IV. Renewal of Existing Continuing Connected Transactions – 2. Continuing Connected Transactions between CNHTC (and its Associates) and the Group – Purchase of vehicles, vehicle parts and components and related products, engines, engine parts and components and related products, and receipt of relevant services, etc. by the Company (and its subsidiaries) from CNHTC (and its Associates)” in the “Letter From the Board” contained in the Circular and the relevant New Caps (as defined in the Circular).	1,870,465,628 (99.7625%)	3,473,834 (0.1853%)	979,751 (0.0523%)
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.				
7.	To consider and approve the Supplemental Agreement to the Weichai Westport Purchase Agreement dated 22 August 2024 referred to in the section headed “III. Revision of annual caps of Existing Continuing Connected Transactions – 2. Continuing Connected Transactions between Weichai Combustion and the Group – Purchase of gas engines, gas engine parts and related products and receipt of labour and related services by the Company (and its subsidiaries) from Weichai Combustion” in the “Letter from the Board” contained in the Circular and the relevant Revised Caps (as defined in the Circular).	1,838,977,898 (98.0830%)	34,932,676 (1.8632%)	1,008,639 (0.0538%)
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: 8,717,561,296 shares (comprising 1,943,040,000 H shares and 6,774,521,296 A 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 (the “**Listing Rules**”): nil.
- (3) Total number of shares held by the shareholders or their proxies who have attended the EGM and are entitled to vote is 3,297,469,833 shares, which represent approximately 37.8256% of the total issued shares entitling the holders to attend and vote for or against the resolutions at the EGM.
- (4) 濰柴控股集團有限公司 (Weichai Group Holdings Limited) holding 1,422,550,620 A shares who is required to abstain from voting in respect of resolutions number 1 to 2 and 5 to 7 above pursuant to the Listing Rules, had not voted in respect of such resolutions at the EGM.
- (5) Executive Directors of the Company Mr. Wang Decheng and Mr. Ma Xuyao, non-executive Director of the Company Mr. Richard Robinson Smith, and independent non-executive Directors of the Company Ms. Jiang Yan, Mr. Chi Deqiang, Mr. Xu Bing and Mr. Tao Huaan attended the EGM either in person or via video or telephone conferencing system.
- (6) (i) Computershare Hong Kong Investor Services Limited, the share registrar for the H shares of the Company, (ii) Mr. Zhao Yongchang, 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.**  
**Ma Changhai**  
*Chairman*

Hong Kong, 22 November 2024

*As at the date of this announcement, the executive Directors of the Company are Mr. Ma Changhai, Mr. Zhang Quan, 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. Chi Deqiang, Mr. Zhao Fuquan, Mr. Xu Bing and Mr. Tao Huaan.*