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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 13 NOVEMBER 2020**

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 13 November 2020.

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 13 November 2020 at 2:50 p.m. (the “**EGM**”) as set out in the notice of the EGM dated 23 October 2020 (the “**EGM Notice**”) as follows:

Ordinary resolutions		Number of votes (%)		
		For	Against	Abstain
1.	To consider and approve the supplemental agreement to the Weichai Sale and Processing Services Agreement dated 27 August 2020 in respect of the sale of diesel engines, diesel engine parts and components, materials, semi-finished products, hydraulic products and related products and provision of processing services by the Company (and its subsidiaries) to Weichai Holdings (and its associates) and the relevant new caps.	2,544,389,730 (99.9971%)	48,000 (0.0019%)	27,000 (0.0011%)
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 supplemental agreement to the Weichai Holdings Utilities Services Agreement and Chongqing Weichai Utilities Services Agreement dated 27 August 2020 in respect of the supply and/or connection of utilities by Weichai Holdings (and its associates) to the Company (and its subsidiaries) and the relevant new caps.	2,544,389,730 (99.9971%)	48,000 (0.0019%)	27,000 (0.0011%)
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 supplemental agreement to the Weichai Heavy Machinery Purchase and Processing Services Agreement dated 27 August 2020 in respect of the purchase of diesel engine parts and components, materials, steel and scrap metal etc., diesel engines and related products and labour and processing services by the Company (and its subsidiaries) from Weichai Heavy Machinery (and its subsidiaries) and the relevant new caps.	2,536,094,997 (99.6711%)	8,342,733 (0.3279%)	27,000 (0.0011%)
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 supplemental agreement to the Weichai Power Diesel Engines Supply Framework Agreement and the Weichai Yangzhou Diesel Engines Supply Framework Agreement dated 27 August 2020 in respect of the sale of engines, new energy powertrain and related products by the Company and its subsidiaries to Yangzhou Yaxing and its subsidiaries and the relevant new caps.	2,543,564,435 (99.9646%)	873,295 (0.0343%)	27,000 (0.0011%)
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 Transmissions Supply Framework Agreement dated 27 August 2020 in respect of the sale of transmissions by SFGC to Yangzhou Yaxing and its subsidiaries and the relevant new caps.	2,544,389,730 (99.9971%)	48,000 (0.0019%)	27,000 (0.0011%)
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 supplemental agreement to the Axles Supply Framework Agreement dated 27 August 2020 in respect of the sale of axles by Hande Axle to Yangzhou Yaxing and its subsidiaries and the relevant new caps.	2,544,389,730 (99.9971%)	48,000 (0.0019%)	27,000 (0.0011%)
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 Supply Agreement dated 27 August 2020 in respect of the supply of base engines, gas engine parts, utility and labour services, technology development services and related products and services by the Company (and its subsidiaries and/or associates) to Weichai Westport and the relevant new caps.	2,544,389,730 (99.9971%)	48,000 (0.0019%)	27,000 (0.0011%)
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
8.	To consider and approve the supplemental agreement to the Weichai Westport Purchase Agreement dated 27 August 2020 in respect of the purchase of gas engines, gas engine parts, labour services and related products and services by the Company (and its subsidiaries and/or associates) from Weichai Westport and the relevant new caps.	2,544,389,730 (99.9971%)	48,000 (0.0019%)	27,000 (0.0011%)
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.				
9.	To consider and approve the supplemental agreement to the Weichai Westport Logistics Agreement dated 27 August 2020 in respect of the provision of logistics and storage services by Weichai Logistics (and its associates) to Weichai Westport and the relevant new caps.	2,544,389,730 (99.9971%)	48,000 (0.0019%)	27,000 (0.0011%)
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.				
10.	To consider and approve the supplemental agreement to the Weichai Westport Leasing Agreement dated 27 August 2020 in respect of the leasing of factory buildings by the Company to Weichai Westport and the relevant new caps.	2,544,389,730 (99.9971%)	48,000 (0.0019%)	27,000 (0.0011%)
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.				
11.	To consider and approve the grant of the Guarantee(s) by the Company for the benefit of Weichai Power Hong Kong International Development Co., Limited in respect of certain loans.	3,926,134,284 (98.9041%)	43,477,286 (1.0952%)	27,000 (0.0007%)
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.				

Special resolution		Number of votes (%)		
		For	Against	Abstain
12.	To consider and approve the amendments to the Articles of Association of the Company as set out in the circular dated 23 October 2020.	3,955,585,273 (99.6460%)	13,306,297 (0.3352%)	747,000 (0.0188%)
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.				

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 3,969,638,570 shares, which represent approximately 50.0341% 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, (i) Weichai Holdings (holding 1,406,100,000 A shares), (ii) Mr. Zhang Quan, an executive director of the Company (holding 13,684,324 A shares), and (iii) Mr. Wu Hongwei and Mr. Lu Wenwu, supervisors of the Company (holding 4,789,516 A shares and 600,000 A shares, respectively), have abstained from voting at the EGM in respect of the resolutions number 1 to 10.
- (5) (i) Computershare Hong Kong Investor Services Limited, the share registrar for the H Shares of the Company, (ii) Mr. Ma Changhai, 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, 13 November 2020

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.