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SINOTRUK (HONG KONG) LIMITED

中國重汽(香港)有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 03808)

VOLUNTARY ANNOUNCEMENT

CHANGE OF THE IMMEDIATE CONTROLLING SHAREHOLDER OF THE COMPANY

The board of directors (the “**Board**”) of Sinotruk (Hong Kong) Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) has received a notice (the “**Notice**”) from China National Heavy Duty Truck Group Company Limited (“**CNHTC**”, an indirect controlling shareholder of the Company) that, on 20 December 2024, CNHTC has entered into a conditional share transfer agreement with Sinotruk (BVI) Limited (“**Sinotruk BVI**”, a wholly-owned subsidiary of CNHTC, and a direct holder of 51% of the issued share capital of the Company), in relation to the transfer of 51% of the issued share capital of the Company (the “**Transfer Shares**”) by Sinotruk BVI to CNHTC, at nil consideration.

Pursuant to the Notice, completion of the above transfer of the Transfer Shares is conditional upon certain conditions, including, among others, that CNHTC having obtained a waiver (the “**GO Waiver**”) from the Hong Kong Securities and Futures Commission pursuant to the Hong Kong Codes on Takeovers and Mergers and Share Buy-backs (the “**Takeovers Codes**”) to dispense CNHTC with the obligation to make a mandatory general offer under Rule 26.1 of the Takeovers Codes.

The Company was informed that the Hong Kong Securities and Futures Commission has granted the GO Waiver to CNHTC.

Following completion of the above transaction, Sinotruk BVI will cease to have any interest in the Company and CNHTC will become the direct holder of the Transfer Shares. Given that CNHTC will continue to be the controlling shareholder of the Company, the Board considers that the completion of the transfer of the Transfer Shares will not have any material impact on the financial position and operation of the Group.

The Company will issue further announcement(s) based on the progress of the transfer of the Transfer Shares as and when necessary.

Holders of the Company's shares and securities and potential investors are advised to exercise caution when dealing in the shares and securities of the Company.

By order of the Board
Sinotruk (Hong Kong) Limited
Wang Zhijian
Chairman of the Board

Ji'nan, PRC, 20 December 2024

As at the date of this announcement, the board of the Company consists of seven executive directors of the Company including Mr. Wang Zhijian, Mr. Liu Zhengtao, Mr. Wang Chen, Mr. Wang Dechun, Mr. Liu Wei, Ms. Li Xia and Ms. Han Xing; three non-executive directors of the Company including Mr. Cheng Guangxu, Mr. Karsten Oellers and Mr. Mats Lennart Harborn; and six independent non-executive directors of the Company including Dr. Wang Dengfeng, Mr. Zhao Hang, Mr. Liang Qing, Mr. Lyu Shousheng, Mr. Zhang Zhong and Dr. Liu Xiaolun.