



WEICHAI

潍柴动力股份有限公司

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 ANNUAL GENERAL MEETING
HELD ON 29 JUNE 2007**

The Board is pleased to announce that all the resolutions set out in the AGM Notice and the Supplementary AGM Notice were duly approved at the AGM held on 29 June 2007.

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 receipt or approval at the annual general meeting of the Company which was held on 29 June 2007 (the “**AGM**”) as set out in the notice of annual general meeting dated 14 May 2007 (the “**AGM Notice**”) and the supplementary notice of annual general meeting dated 11 June 2007 (the “**Supplementary AGM Notice**”) as follows:

Ordinary resolutions		Number of votes (%)		
		For	Against	Abstain
1.	To consider and approve the Annual Report of the Company for the year ended 31st December, 2006.	302,787,344 (96.26%)	0	11,760,914 (3.74%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
2.	To consider and approve the Report of the Board of Directors of the Company for the year ended 31st December, 2006.	302,787,344 (96.26%)	0	11,760,914 (3.74%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
3.	To consider and approve the Report of the Supervisory Committee of the Company for the year ended 31st December, 2006.	302,787,344 (96.26%)	0	11,760,914 (3.74%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
4.	To consider and receive the audited financial statements of the Company and the Auditors' Report for the year ended 31st December, 2006.	302,787,344 (96.26%)	0	11,760,914 (3.74%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM 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 re-appointment of 山東正源和信有限責任會計師事務所 (Shandong Zheng Yuan Hexin Accountants Limited) as the PRC auditors of the Company and to authorise the Directors to determine their remuneration (and, for the purpose of this resolution, “PRC” means the People’s Republic of China, but excluding Hong Kong, Macau and Taiwan).	308,049,758 (97.93%)	0	6,498,500 (2.07%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
6.	To consider and approve the re-appointment of Messrs. Deloitte Touche Tohmatsu as the non-PRC auditors of the Company and to authorise the Directors to determine their remuneration (and, for the purpose of this resolution, “PRC” means the People’s Republic of China, but excluding Hong Kong, Macau and Taiwan).	308,049,758 (97.93%)	0	6,498,500 (2.07%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
7.	To consider and approve the granting of a mandate to the Board of Directors for payment of interim dividend (if any) to the shareholders of the Company for the year ending 31st December, 2007.	308,049,758 (97.93%)	0	6,498,500 (2.07%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
8.	To consider and approve the report of the board of directors of Torch Automobile Group Co., Ltd. for the year ended 31st December, 2006.	302,274,344 (96.10%)	513,000 (0.16%)	11,760,914 (3.74%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
9.	To consider and approve the report of the supervisory committee of Torch Automobile Group Co., Ltd. for the year ended 31st December, 2006.	302,274,344 (96.10%)	513,000 (0.16%)	11,760,914 (3.74%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
10.	To consider and approve the 財務決算報告 (report of the audited financial statements and the auditors’ report) of Torch Automobile Group Co., Ltd. for the year ended 31st December, 2006.	299,948,844 (95.36%)	565,000 (0.18%)	14,034,414 (4.46%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
11.	To consider and approve any profit distribution of Torch Automobile Group Co., Ltd. for the year ended 31st December, 2006.	305,211,258 (97.03%)	565,000 (0.18%)	8,772,000 (2.79%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
12.	To consider and approve 《濰柴動力股份有限公司股東大會議事規則》 (Rules for the Shareholders’ Meetings of Weichai Power Co., Ltd.).	306,051,258 (97.30%)	0	8,497,000 (2.70%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			

Ordinary resolutions		Number of votes (%)		
		For	Against	Abstain
13.	To consider and approve 《濰柴動力股份有限公司董事會議事規則》(Rules for the Board Meetings of Weichai Power Co., Ltd.).	306,051,258 (97.30%)	0	8,497,000 (2.70%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
14.	To consider and approve 《濰柴動力股份有限公司監事會議事規則》(Rules for the Meetings of the Supervisory Committee of Weichai Power Co., Ltd.).	306,051,258 (97.30%)	0	8,497,000 (2.70%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
15.	To consider and approve 《濰柴動力股份有限公司董事會戰略發展及投資委員會工作細則》(Regulations for the Strategic Development and Investment Committee of the Board of Directors of Weichai Power Co., Ltd.).	306,051,258 (97.30%)	0	8,497,000 (2.70%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
16.	To consider and approve 《濰柴動力股份有限公司董事會審核委員會工作細則》(Regulations for the Audit Committee of the Board of Directors of Weichai Power Co., Ltd.).	306,051,258 (97.30%)	0	8,497,000 (2.70%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
17.	To consider and approve 《濰柴動力股份有限公司董事會薪酬委員會工作細則》(Regulations for the Remuneration Committee of the Board of Directors of Weichai Power Co., Ltd.).	306,051,258 (97.30%)	0	8,497,000 (2.70%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
18.	To consider and approve 《濰柴動力股份有限公司董事會提名委員會工作細則》(Regulations for the Nomination Committee of the Board of Directors of Weichai Power Co., Ltd.).	306,051,258 (97.30%)	0	8,497,000 (2.70%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
19.	To consider and approve 《濰柴動力股份有限公司關聯交易決策制度》(Decision Making System in respect of connected transactions of Weichai Power Co., Ltd.).	306,051,258 (97.30%)	0	8,497,000 (2.70%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
20.	To consider and approve 《濰柴動力股份有限公司投資經營決策制度》(Decision Making System in respect of investments and operations of Weichai Power Co., Ltd.).	306,051,258 (97.30%)	0	8,497,000 (2.70%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
21.	To consider and approve the final profit distribution of the Company recommended by the Board for the year ended 31st December 2006.	306,051,258 (97.30%)	0	8,497,000 (2.70%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			

Special resolutions		Number of votes (%)		
		For	Against	Abstain
22.	To consider and approve the granting of a general mandate to the Board to issue new shares.	274,205,574 (87.17%)	40,341,684 (12.83%)	1,000 (0%)
	As more than two thirds of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as a special resolution.			
23.	To consider and approve the granting of a general mandate to the Chairman of the Board and the chief financial officer to issue short term debenture in the PRC.	306,050,378 (97.30%)	0	8,497,880 (2.70%)
	As more than two thirds of the total number of the votes held by the shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as a special resolution.			
24.	To consider and approve the amendments to the articles of association of the Company in the manner set out in the Supplementary AGM Notice.	304,283,858 (96.74%)	0	10,264,400 (3.26%)
	As more than two thirds of the total number of the votes held by the shareholders and proxies who attended the AGM 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 AGM: 520,653,552 shares (comprising 126,500,000 H Shares and 394,153,552 A Shares.)
- (2) Total number of shares entitling the holders to attend and vote only against any of the resolutions at the AGM: nil.
- (3) Total number of shares held by the shareholders or their proxies who have attended the AGM and are entitled to vote is 314,548,258 shares, which represent approximately 60.41% of the total issued shares.
- (4) Deloitte Touche Tohmatsu, auditors of the Company, acted as the scrutineer at the AGM.

By order of the Board of Directors
Zhang Yuanfu
Company Secretary
Weichai Power Co., Ltd.

Hong Kong, 29 June 2007

As at the date of this announcement, the executive Directors of the Company are Mr. Tan Xuguang, Mr. Xu Xinyu, Mr. Sun Shaojun and Mr. Zhang Quan; the non-executive Directors of the Company are Mr. Yeung Sai Hong, Mr. Yao Yu, Mr. Li San Yim, Mr. Liu Huisheng, Ms. Zhang Fusheng, Mr. Julius G. Kiss, Ms. Han Xiaoqun, Mr. Chen Xuejian, Mr. Gu Linsheng, Mr. Li Shihao and Mr. Liu Zheng, and the independent non-executive Directors of the Company are Mr. Zhang Xiaoyu, Mr. Koo Fook Sun, Louis and Mr. Fang Zhongchang.