濰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)

Proxy form for use at the Extraordinary General Meeting and any adjournment thereof

No. of Shares to which this Proxy relates[1]	
Type of Shares to which this Proxy relates	H Shares

I/We[(note 2)] ______________________________

of ______________________________

being the registered holder(s) of H Shares in WEICHAI POWER CO., LTD. (the "Company"), HEREBY APPOINT the Chairman of the Meeting or [(note 3)] ______________________________

of ______________________________

as my/our proxy to attend and act for me/us at the Extraordinary General Meeting of the Company to be held at the Company's conference room at 26 Minsheng East Street, Weifang, Shandong Province, the People's Republic of China (the "PRC") at 2:00 p.m. on 24 December, 2007 (and at any adjournment thereof) (the "EGM") and to exercise all rights conferred on proxies under law, regulation and the Articles of Association of the Company in respect of any other business to be considered in the EGM. I/We wish my/our proxy to vote as indicated below in respect of the resolutions to be proposed at the EGM as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

	SPECIAL RESOLUTIONS	FOR[(note 5)]	AGAINST[(note 4)]	ABSTAIN[(note 4)]
1	To consider and approve the proposal for the issue (the "**Issue**") of additional A Shares (being ordinary shares in the share capital of the Company with a Renminbi denominated par value of RMB1.00 each, to be traded in Renminbi and listed on The Shenzhen Stock Exchange) ("**A Shares**") and each of the following:			
	(a) class and nominal value of A Shares to be issued;			
	(b) number of A Shares to be issued;			
	(c) method of price determination;			
	(d) target investors of the Issue;			
	(e) mode of the Issue;			
	(f) place of listing of the A Shares;			
	(g) use of proceeds of the Issue;			
	(h) validity period of the resolution approving the Issue; and			
	(i) distribution of accumulated profits of the Company prior to completion of the Issue.			
2.	To consider and approve the proposal in respect of the feasibility of the projects in which the proceeds of the issue of new A Shares (being ordinary shares in the share capital of the Company with a Renminbi denominated par value of RMB1.00 each, to be traded in Renminbi and listed on The Shenzhen Stock Exchange) of the Company will be used.			
3.	To consider and approve the authorisation of the Board of Directors with full power to deal with the relevant matters regarding the issue of A Shares (being ordinary shares in the share capital of the Company with a Renminbi denominated par value of RMB1.00 each, to be traded in Renminbi and listed on The Shenzhen Stock Exchange).			
	ORDINARY RESOLUTIONS			
4.	To consider and approve《濰柴動力股份有限公司募集資金使用管理辦法》("Rules for the Management of the Use of Proceeds of Weichai Power Co., Ltd.").			
5.	To consider and approve《濰柴動力股份有限公司董事會前次募集資金使用說明》("Explanation of the Previous Use of Proceeds of the Board of Directors of Weichai Power Co., Ltd.").			

Dated the ______________ day of ______________ 2007 Signature(s)[(note 5)]: ______________

Notes:

1. Please indicate clearly the number of H Shares in the Company registered in your name(s) in respect of which the proxy is so appointed. If no such number is inserted, the proxy will be deemed to be appointed in respect of all the H Shares in the Company registered in your name(s).
2. Please insert full name(s) and address(es) in BLOCK CAPITALS.
3. Where the proxy appointed is not the Chairman of the EGM, please cross out "the Chairman of the meeting or", and fill in the name(s) and address(es) of the proxy in the space provided.
   Each shareholder of the Company entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote at the EGM on his behalf. A proxy need not be a shareholder of the Company.With respect to any shareholder of the Company who has appointed more than one proxy, the proxy holder may only vote on a poll. The person who signs this proxy form shall initial against any alteration in it.
4. Important: if you wish to vote for any resolution, tick in the box marked "For". If you wish to vote against any resolution, tick in the box marked "Against". If you wish to abstain from voting in respect of any resolution, tick in the box marked "Abstain". Failure to tick any box will entitle your proxy to cast your vote at his discretion.
5. This form of proxy must be signed by you or your attorney duly authorised in writing. If the form of proxy is signed by your attorney duly authorised in writing, the relevant power of attorney and other relevant documents of authorisation (if any) must be notarised. If a corporate shareholder appoints a person other than its legal representative to attend the EGM on its behalf, the relevant form of proxy must be affixed with the company seal/chop of the corporate shareholder or duly signed by its director or any other person duly authorised by that corporate shareholder as required by the Articles of Association of the Company.
6. To be valid, this form of proxy and the relevant notarised power of attorney (if any) and other relevant documents of authorisation (if any) must be delivered to the Company's H-Share Registrar and Transfer Office, Computershare Hong Kong Investor Services Limited (address: 46/F., Hopewell Centre, 183 Queen's Road East,Wanchai, Hong Kong) not less than 24 hours before the time appointed for the EGM.