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WEICHAI

潍柴动力股份有限公司
WEICHAI POWER CO., LTD.

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 2338)

**ANNOUNCEMENT MADE PURSUANT TO RULE 13.09(1) AND
RULE 13.09(2) OF THE LISTING RULES**

This announcement is made pursuant to Rule 13.09 (1) and Rule 13.09 (2) of the Rules (“Listing Rules”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“Stock Exchange”).

Reference is made to an announcement made by Weichai Power Co., Ltd. (the “ Company”) on the website of Shenzhen Stock Exchange dated 27 August 2010, which is for information only. The full text of the announcement in Chinese is published at the websites of the Stock Exchange and the Company.

By order of the Board of Directors
Tan Xuguang
Chairman and CEO

Weifang, Shandong, PRC

27 August 2010

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 Ms. Zhang Fusheng, Mr. Liu Huisheng, Mr. Yao Yu, Mr. Yeung Sai Hong, Mr. Chen Xuejian, Mr. Li San Yim, Mr. Julius G . Kiss, Ms. Han Xiaoqun, 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.

WEICHAI POWER CO., LTD.
**Announcement on the Shareholding Structure of the
Company after the Registration of Restricted Shares**

The Company and all members of the Board assure the truth, accuracy and completeness of the content of the information disclosed herein, of which there is no false statement, mis-representation and material omission.

Important Note:

Weichai Power Co., Ltd. (hereinafter refer to as “the Company”) has published the Announcement on the Extension of Undertakings by Certain Shareholders in 中國證券報(China Securities News), 上海證券報(Shanghai Securities News), 證券日報(Securities Times) and 巨潮資訊網(Ju Chao Information Web) on 17 August 2010.

I. Information on the extension of undertakings by shareholders and relevant registration procedures

With confidence in the development of the Company in the future, Weichai Group Holdings Limited, a promoter shareholder of the Company undertakes to lock-up the 15,961,860 non-restricted shares held by it for the period commencing from 16 August 2010 to 30 April 2013. During the lock-up period, no such shares shall be traded in any securities exchange system or otherwise be transferred or managed by other persons or repurchased by the Company.

The Company has published an announcement on this matter on 17 August 2010 and completed the relevant procedures relating to the change in the nature of shares with the Shenzhen branch of China Securities Depository and Clearing Corporation Limited on 24 August 2010.

II. Shareholding structure of the Company after the change

	Before the change		The change		After the change	
	Number	Percentage	Increase	Decrease	Number	Percentage
I. Restricted circulating shares	269,130,437	32.307%	15,961,860		285,092,297	34.223%
1. State-owned shares	8,330,437	1.000%			8,330,437	1.000%
2. State-owned legal person shares	162,320,000	19.485%	15,961,860		178,281,860	21.401%
3. Shares held by other domestic entities	59,260,000	7.114%			59,260,000	7.114%
Including: Shares held by domestic non State-owned legal persons	35,580,000	4.271%			35,580,000	4.271%
Shares held by domestic natural persons	23,680,000	2.843%			23,680,000	2.843%
4. Shares held by foreign entities	39,220,000	4.708%			39,220,000	4.708%
Including: Shares held by overseas legal persons	39,220,000	4.708%			39,220,000	4.708%
Shares held by overseas natural persons	-					
II. Non-restricted circulating shares	563,915,246	67.693%		15,961,860	547,953,386	65.777%
1. RMB ordinary shares	361,515,246	43.397%		15,961,860	345,553,386	41.481%
2. Domestic listed foreign shares						
3. Overseas listed foreign shares	202,400,000	24.296%			202,400,000	24.296%

4. Others	-					
III. Total number of shares	833,045,683	100.000%			833,045,683	100.000%

The announcement is hereby made.

The Board of Weichai Power Co., Ltd.

27 August 2010