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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 OF RESULTS OF ANNUAL GENERAL MEETING
HELD ON 18 MAY 2011**

The Board is pleased to announce that all the resolutions set out in the AGM Notice were duly approved by way of poll at the AGM held on 18 May 2011.

The board (the “**Board**”) of directors 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 (the “**AGM**”) of the Company for the year ended 31 December 2010, which was held on 18 May 2011 as set out in the notice (the “**AGM Notice**”) of the AGM dated 1 April 2011 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 31 December 2010.	697,035,642 (99.998%)	0 (0%)	16,430 (0.002%)
	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 31 December 2010.	697,035,642 (99.998%)	0 (0%)	16,430 (0.002%)
	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
3.	To consider and approve the Report of the Supervisory Committee of the Company for the year ended 31 December 2010.	697,035,642 (99.998%)	0 (0%)	16,430 (0.002%)
	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 31 December 2010.	696,714,642 (99.95%)	0 (0%)	337,430 (0.05%)
	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.			
5.	To consider and approve the 財務決算報告 (final financial report) of the Company for the year ended 31 December 2010.	697,035,642 (99.998%)	0 (0%)	16,430 (0.002%)
	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 distribution of profit to the shareholders of the Company for the year ended 31 December 2010.	696,480,298 (99.92%)	571,344 (0.08%)	430 (0.00006%)
	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 appointment of Ernst & Young Hua Ming Certified Public Accountants (安永華明會計師事務所) as the auditors of the Company and to authorise the Directors to determine their remuneration, and the non re-appointments of 山東正源和信有限責任會計師事務所 (Shandong Zheng Yuan Hexin Accountants Limited) and Messrs. Ernst & Young as the PRC auditors and non-PRC auditors, respectively, of the Company.	693,385,925 (99.47%)	3,665,717 (0.53%)	430 (0.00006%)
	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
8.	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 31 December 2011.	697,035,642 (99.998%)	0 (0%)	16,430 (0.002%)
	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 connected transaction between the Company and 北汽福田汽車股份有限公司 (Beiqi Futian Motor Company Limited).	548,665,566 (78.71%)	131,293,521 (18.84%)	17,092,985 (2.45%)
	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 connected transaction between the Company and 山推工程機械股份有限公司 (Shantui Engineering Machinery Co. Ltd.).	268,268,566 (64.39%)	131,293,521 (31.51%)	17,092,985 (4.10%)
	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 the connected transaction between 陝西重型汽車有限公司 (Shaanxi Heavy Duty Motor Company Limited) and 山推楚天工程機械有限公司 (Chutian Engineering Machinery Company Limited).	268,268,566 (64.39%)	131,293,521 (31.51%)	17,092,985 (4.10%)
	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
12.	To consider and approve the amendments to the articles of association of the Company as set out in the notice convening the 2010 annual general meeting.	695,441,762 (99.77%)	1,482,880 (0.21%)	127,430 (0.02%)
	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.			
13.	To consider and approve the granting of a general mandate to the Board of Directors to issue, amongst other things, new shares.	524,272,591 (75.21%)	172,779,481 (24.79%)	0 (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.			

Notes:

- (1) *Total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM: 1,666,091,366 shares (comprising 404,800,000 H Shares and 1,261,291,366 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 697,052,072 shares, which represent approximately 41.84% of the total issued shares.*
- (4) *Computershare Hong Kong Investor Services Limited, the share registrar for the H shares of the Company, and 北京市金洋律師事務所 (Beijing Jinyang Law Firm), legal advisors of the Company as to the People's Republic of China law, acted as the scrutineers at the AGM.*
- (5) *In respect of resolution 9 above, Mr. Tan Xuguang has abstained from voting and in respect of resolutions 10 and 11 above, 濰柴控股集團有限公司 (Weichai Group Holdings Limited) and Mr. Tan Xuguang have abstained from voting.*

By order of the Board of Directors
Cheung Tat Leung, Peter
Company Secretary
Weichai Power Co., Ltd.

Hong Kong, 18 May 2011

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.