WEICHAI

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)

SUPPLEMENTARY NOTICE OF EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF WEICHAI POWER CO., LTD.

Reference is made to circular of Weichai Power Co., Ltd. (the "**Company**") dated 24 September 2012 and the notice (the "**Notice**") of extraordinary general meeting ("**EGM**") of the shareholders of the Company dated 24 September 2012. The EGM will be held at the Company's conference room at 197, Section A, Fu Shou East Street, High Technology Development Zone, Weifang, Shandong Province, the People's Republic of China on 30 November 2012 at 10:00 a.m.

The board of directors ("**Board**") of the Company received a motion made by 濰柴控股集團有限公司 (Weichai Group Holdings Limited), a substantial shareholder of the Company, for submitting an additional proposal to the EGM for approval by the shareholders of the Company. After careful deliberation and discussion, and in compliance with the Company's articles of association, the Board resolved to submit the said additional proposal to the EGM for the shareholders' consideration and, if thought fit, approval.

SUPPLEMENTARY NOTICE IS HEREBY GIVEN that (i) the EGM will be held as originally scheduled and will consider and, if thought fit, approve the following resolution as an ordinary resolution, in addition to the resolutions as set out in the Notice; and (ii) the original resolution numbered 4 in the Notice will be renumbered as resolution 5:

ORDINARY RESOLUTION

To consider and, if thought fit, approve the following resolution as an ordinary resolution:

4. "**THAT**:

   (a) the grant of a joint liability guarantee ("**Guarantee**") by the Company for a term not exceeding 10 years for the benefit of its wholly owned subsidiary, Weichai Power Hong Kong International Development Co., Limited, in respect of a loan with a principal amount not exceeding the equivalent of EUR738,000,000 to be provided by a financial institution to Weichai Power Hong Kong International Development Co., Limited be and is hereby approved; and

   (b) the Board and the management and their respective authorised persons be and are hereby authorised to conduct the relevant negotiations with the relevant financial institution, finalise the terms of the Guarantee, and execute all such documents in connection with the Guarantee."

By Order of the Board of Directors
Weichai Power Co., Ltd.
Hoe York Joo
Company Secretary

Hong Kong, 15 November 2012

Notes:

(A) Since the proxy form sent together with the circular dated 24 September 2012 (the "**First Proxy Form**") does not contain the proposed additional resolution as set out in this supplemental notice of EGM, a new proxy form (the "**Second Proxy Form**") has been prepared and is enclosed with this supplemental notice of EGM.

(B) A shareholder who has not yet lodged the First Proxy Form with the Company's H-Share Registrar and Transfer Office, Computershare Hong Kong Investor Services Limited (address: 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong), is requested to lodge the Second Proxy Form if he or she wishes to appoint proxies to attend the EGM on his or her behalf. In this case, the First Proxy Form should not be lodged with the Company's H-Share Registrar and Transfer Office.

(C) A shareholder who has already lodged the First Proxy Form with Company's H-Share Registrar and Transfer Office should note that:

   (i) If no Second Proxy Form is lodged with the Company's H-Share Registrar and Transfer Office in accordance with the instructions printed thereon, the First Proxy Form will be treated as a valid form of proxy lodged by the shareholder if duly completed. Apart from the resolutions referred to in the Notice and the First Proxy Form, the proxy so appointed by the shareholder pursuant to the First Proxy Form will be entitled to vote or to abstain from voting at his or her discretion on any resolution properly put to the EGM, including the additionally proposed resolution numbered 4 as set out in this supplemental notice.

(ii) If the Second Proxy Form is lodged with the Company's H-Share Registrar and Transfer Office at or before 10:00 a.m. on Thursday, 29 November 2012, in accordance with the instructions printed thereon, the Second Proxy Form, whether duly completed or not, will revoke and supersede the First Proxy Form previously lodged by the shareholder. The Second Proxy Form will be treated as a valid form of proxy if duly completed.

(iii) If the Second Proxy Form is lodged with the Company's H-Share Registrar and Transfer Office after 10:00 a.m. on Thursday, 29 November 2012, the Second Proxy Form will be deemed invalid. It will not revoke the First Proxy Form previously lodged by the shareholder. The First Proxy Form will be treated as a valid form of proxy if duly completed. Apart from the resolutions referred to in the EGM Notice and the First Proxy Form, the proxy so appointed by the shareholder pursuant to the First Proxy Form will be entitled to vote or to abstain from voting at his or her discretion on any resolution properly put to the EGM, including the additionally proposed resolution numbered 4 as set out in this supplemental notice.

(D) Apart from the additional resolution set out in this supplemental notice of EGM, all other matters relating to the EGM as set out in the Notice remain unchanged. Please refer to the Notice for details of the other resolutions to be considered and approved at the EGM, eligibility of attendance, registration procedures, closure of register of members and other relevant matters in relation to the EGM.

As at the date of this announcement, the executive Directors of the Company are Mr. Tan Xuguang, Mr. Xu Xinyu, Mr. Li Dakai, Mr. Fang Hongwei, Mr. Sun Shaojun and Mr. Zhang Quan; the non-executive Directors of the Company are Mr. Chen Xuejian, Mr. Yeung Sai Hong, Mr. Julius G. Kiss, Ms. Han Xiaoqun, Mr. Jiang Kui and Mr. Liu Huisheng; and the independent non-executive Directors of the Company are Mr. Liu Zheng, Mr. Li Shihao, Mr. Loh Yih, Mr. Chu, Howard Ho Hwa, Mr. Zhang Zhenhua and Mr. Li Luwen.