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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
THE EXTRAORDINARY GENERAL MEETING
HELD ON 30 NOVEMBER 2012**

The Board is pleased to announce that the resolutions set out in the EGM Notice and the Supplemental EGM Notice were duly approved by way of poll at the EGM held on 30 November 2012.

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 approval at the extraordinary general meeting of the shareholders of the Company, which was held on 30 November 2012 at 10:00 a.m. (the “**EGM**”) as set out in the notice of the EGM dated 24 September 2012 (the “**EGM Notice**”) and the supplemental notice of the EGM dated 15 November 2012 (the “**Supplemental EGM Notice**”) as follows:

Ordinary resolutions		Number of votes (%)		
		For	Against	Abstain
1.	To consider and approve the Supplemental Agreement in respect of the sale of parts and components of transmissions and related products by SFGC to Fast Transmission and the relevant New Caps.	850,050,859 (99.74%)	523,200 (0.06%)	1,732,800 (0.20%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				

Ordinary resolutions		Number of votes (%)		
		For	Against	Abstain
2.	To consider and approve the Supplemental Agreement in respect of the purchase of parts and components of transmissions and related products by SFGC from Fast Transmission and the relevant New Caps.	850,050,859 (99.74%)	523,200 (0.06%)	1,732,800 (0.20%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
3.	To consider and approve the Supplemental Agreement in respect of the sale of vehicles, parts and components of vehicles and related products and provision of the relevant services by Shaanxi Zhongqi (and its subsidiaries) (as the case may be) to Shaanxi Automotive (and its associates) (as the case may be) and the relevant New Caps.	850,050,859 (99.74%)	523,200 (0.06%)	1,732,800 (0.20%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
4.	To consider and approve the provision of a guarantee by the Company for the benefit of its wholly owned subsidiary, Weichai Power Hong Kong International Development Co., Limited.	684,817,719 (80.35%)	164,661,740 (19.32%)	2,827,400 (0.33%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
Special resolution		Number of votes (%)		
		For	Against	Abstain
5.	To consider and approve the amendments to the articles of association of the Company as set out in the notice convening the EGM.	849,812,949 (99.71%)	535,000 (0.06%)	1,958,910 (0.23%)
As more than two thirds of the total number of the votes held by the shareholders and the proxies who attended the EGM 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 EGM: 1,999,309,639 shares (comprising 1,513,549,639 A Shares and 485,760,000 H Shares).
- (2) Total number of shares entitling the holders to attend and vote only against any of the resolutions at the EGM: nil.

- (3) Total number of shares held by the shareholders or their proxies who have attended the EGM and are entitled to vote is 852,306,859 shares, which represent approximately 42.63% 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 EGM.

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

Hong Kong, 30 November 2012

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