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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)

OVERSEAS REGULATORY ANNOUNCEMENT

This announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

Reference is made to an announcement made by Weichai Power Co., Ltd. (the "Company") on the website of Shenzhen Stock Exchange dated 26 April 2013, which is for information only. The full text of the announcement in Chinese is published on the websites of the Stock Exchange and the Company.

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

Weifang, Shandong, PRC

26 April 2013

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. 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.

Stock Code: 000338

Stock Name: Weichai Power

Announcement No.: 2013-014

WEICHAI POWER CO., LTD.

FIRST QUARTERLY REPORT FOR 2013 (MAIN TEXT)



SECTION 1 IMPORTANT NOTICE

The board of directors, the Supervisory Committee and the directors, supervisors and senior management of the Company warrant that no false presentations or misleading statements are contained herein, nor with any material omissions, and severally and jointly accept responsibilities for the authenticity, accuracy and completeness of the contents of this quarterly report.

Tan Xuguang, principal of the Company, Kwong Kwan Tong, principal in-charge of accounting and Ling Yun, head of accounting department (in-charge person of accounting), warrant that the financial statements contained in the quarterly report are true, accurate and complete.

All directors have attended the Board meeting in respect of reviewing this quarterly report.

SECTION 2 MAJOR FINANCIAL DATA AND CHANGES IN SHAREHOLDERS

2.1 Major financial data

Whether retrospective adjustment or restatement of financial data of the prior periods is made in the reporting period

☐ Yes ☒ No

	January-March 2013	January-March 2012	Change as at the reporting period over the corresponding period of last year (%)
Revenue (RMB)	13,156,331,910.03	13,535,816,783.95	-2.80%
Net profit attributable to shareholders of listed company (RMB)	813,370,664.89	1,025,076,819.69	-20.65%
Net profit attributable to shareholders of listed company after extraordinary gain/loss (RMB)	805,050,578.59	960,259,603.73	-16.16%
Net cash flows from operating activities (RMB)	-1,266,158,954.56	-2,851,778,201.32	55.60%
Basic earnings per share (RMB/share)	0.41	0.51	-19.61%
Diluted earnings per share (RMB/share)	0.41	0.51	-19.61%
Weighted average return on net assets (%)	3.22%	4.38%	-1.16%
	31 March 2013	31 December 2012	Change as at the end of the reporting period over the end of last year (%)
Total assets (RMB)	71,306,316,019.54	66,320,362,850.69	7.52%
Net assets attributable to shareholders of listed company (RMB)	25,580,402,250.06	24,869,351,223.95	2.86%

Extraordinary gain/loss items and amounts

☒ Applicable ☐ N/A

Unit: RMB

Items	Amount from the beginning of the year to the end of reporting period	Description
Gains or losses from disposal of non-current assets (including the part of assets impairment provision already made and written off)	-125,852.95	
Government subsidy accounted into profit and loss for the current period, excluding those closely associated with the business of the Company which were given in a fixed amount or volume in compliance with state standard	11,645,237.21	
Profit and loss from debt restructuring	1,752,398.27	
Write back of the provision for impairment of accounts receivable that is individually tested for impairment	3,054,560.00	
Other non-operating income and expenses other than the above items	2,931,828.36	
Effects of income tax	3,504,925.29	
Effects of minority interests (after tax)	7,433,159.30	
Total	8,320,086.30	--

2.2 Total number of shareholders and information on shareholdings of the top ten shareholders at the end of reporting period

Unit: Share

Total number of shareholders at the end of reporting period	159,864					
Information on shareholdings of the top ten shareholders						
Name of shareholder	Nature of shareholder	Shareholdin g ratio (%)	Number of shares held	Number of restricted shares held	Pledged or frozen	
					Status of shares	Amount
HKSCC Nominees Limited	Foreign shareholder	24.30%	485,760,000	0		
Weichai Group Holdings Limited	State-owned legal person	16.83%	336,476,400	336,476,400		
Weifang Investment Company	State-owned legal person	3.71%	74,156,352	74,156,352		

Fujian Longyan Construction Machinery (Group) Company Limited	Domestic non-state-owned legal persons	3.26%	65,100,240	57,792,000		
Peterson Holdings Company Limited	Foreign legal person	3.16%	63,168,000	63,168,000		
IVM Technical Consultants Wien Gesellschaft m.b.H	Foreign legal person	2.06%	41,280,000	30,960,000		
Shenzhen Chuangxin Investment Group Co., Ltd	Domestic non-state-owned legal persons	2.00%	39,888,310	0		
Shandong Enterprise Trust Operation Company Limited	Domestic non-state-owned legal persons	1.39%	27,840,000	27,600,000		
Boshi Value Growth Fund	Other	1.07%	21,445,732	0		
Zhuzhou State-owned Assets Investment Holding Group Company Limited	State-owned legal person	1.00%	19,993,049	19,993,049	Pledged	19,100,000

Information on shareholdings of the top ten non-restricted shareholders

Name of shareholder	Number of non-restricted shares held	Types of shares	
		Types of shares	Amount
HKSCC Nominees Limited	485,760,000	Overseas listed foreign shares	485,760,000
Shenzhen Chuangxin Investment Group Co., Ltd	39,888,310	RMB ordinary shares	39,888,310
Boshi Value Growth Fund	21,445,732	RMB ordinary shares	21,445,732
Bank of China—易方達深證 100 交易型開放式指數證券投資基金	11,940,250	RMB ordinary shares	11,940,250
IVM Technical Consultants Wien Gesellschaft m.b.H	10,320,000	RMB ordinary shares	10,320,000
Industrial and Commercial Bank of China—融通深證 100 指數證券投資基金	9,682,324	RMB ordinary shares	9,682,324

China Minsheng Bank—銀華深證100 指數分級證券投資基金	9,315,146	RMB ordinary shares	9,315,146
Bank of China—大成藍籌穩健證券投資基金	9,006,135	RMB ordinary shares	9,006,135
Fujian Longyan Construction Machinery (Group) Company Limited	7,308,240	RMB ordinary shares	7,308,240
China Construction Bank—博時價值增長貳號證券投資基金	7,148,262	RMB ordinary shares	7,148,262
Statement on the connected relationship or acting in concert relationship among the aforementioned shareholders	The Company is not aware whether there is any connected relationship among the aforementioned shareholders, or whether there is any acting in concert relationship among them.		

SECTION 3 IMPORTANT EVENTS

3.1 Information on and reasons for the material changes of major accounting items and financial indicators during the reporting period

Unit: RMB

Items	As at the end of the reporting period	As at the end of last year	Change (%)	Reason
Accounts receivables	8,339,346,368.88	4,168,525,397.14	100.06	The main reason is that the clients generally make the payment on credit terms and fully pay off at the end of year.
Prepayments	512,799,768.95	365,397,070.50	40.34	It is mainly attributable to the increase in prepayments for procuments during the period.
Taxes payables	528,720,654.07	239,380,723.63	120.87	It is mainly attributable to the increase in value-added tax payable during the period.
Interests payables	128,779,016.12	61,680,626.43	108.78	It is mainly attributable to the provision for interest on medium-term notes and interest on borrowings during the period.
Exchange difference on foreign currency translation	-118,500,965.63	-33,171,947.25	- 257.23	It is mainly due to the changes in foreign exchange rates.
Items	Reporting period	Corresponding period of last year	Change (%)	Reason
Finance expenses	-11,662,551.51	-3,042,852.97	-283.28	The main reason is that the increase in interest income was higher than that of interest expenses.
Investment income	-2,822,582.91	64,557,163.19	-104.37	The main reason is that there was investment income from disposal of subsidiaries during the same period last year.
Other comprehensive income	-113,927,509.04	9,105,474.11	-1,351.20	It is mainly attributable to the changes in exchange difference on foreign currency translation

				resulted from changes in foreign exchange rates.
Net cash flows from operating activities	-1,266,158,954.56	-2,851,778,201.32	55.60	It is mainly due to the increased cash outflow from operations during the same period last year.
Net cash flows from investing activities	-501,518,820.40	-910,514,864.93	44.92	It is mainly attributable to the increase in cash received from disposal of investment and the decrease in capital expenditure (such as acquisition and construction of fixed assets).
Net cash flows from financing activities	40,488,744.64	-109,491,719.13	136.98	The main reason is that the increase in cash inflow from financing activities was larger than the increase in cash outflow from financing activities.

3.2 Analysis and description on the progress of important events, their impacts and solutions

Nil.

3.3 Commitments by the Company or shareholders holding more than 5% interests during or subsisting in the reporting period

The commitment items	Commitments by	Contents of commitments	Time of commitments	Period of commitments	Implementation situation
Commitments on share reform					
Commitments under the report of purchase or equity changes					
Commitments upon the reorganization of asset					
Commitments upon initial public offering or re-financing					
Other commitments to medium and minority shareholders of the Company	Shareholders	Under the commitments of Weichai Group Holdings Limited and under such commitments,	30 April 2010	Three years	Above commitments were strictly implemented.

		<p>none of the 124,236,640 shares of the Company held by it shall be listed and traded on any stock exchange system or otherwise transferred or managed by other person on trust or repurchased by the Company within 36 months commencing from 30 April 2010; the 15,961,860 additional shares of the Company acquired by it are subject to a lock-up period commencing from 16 August 2010 to 30 April 2013, during which period no such shares shall be listed and traded on any stock exchange system or otherwise transferred or managed by other person on trust or repurchased by the Company. Upon the share issuing by</p>			
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		conversion of capital reserve in the interim period of 2010, the restricted circulating shares of the Company held by such company amounted to 280,397,000 shares. Upon the dividend payment in 2011, the restricted circulating shares of the Company held by such company amounted to 336,476,400 shares.			
The commitments have been implemented timely	Yes				
Any commitment made in respect of issues of business competitions and connected transactions resulted therefrom	No				

3.4 Operating result forecast for January-June 2013

Warnings on and reasons for forecasting possible losses of accumulated net profit from the beginning of the year to the end of the next reporting period or significant changes as compared with the same period of the preceding year

☐ Applicable ☒ N/A

3.5 Investment in derivatives

Information of holdings of derivatives investment at the end of reporting period

☐ Applicable ☒ N/A

3.6 Meetings with researchers, public relations and interviews during the reporting period

Time	Venue	Way of reception	Types of guests	Guests	Major topics discussed and information provided
10 January 2013	Company conference room	On-site research	Corporation	Fund group organized by Minsheng Securities Co., Ltd.	1. General operation of the Company; 2. Business development trend of the industry in the future; 3. Strategic positioning of the development of the Company.
11 January 2013	Company conference room	On-site research	Corporation	Nikko Asset Management Hong Kong Limited	
17 January 2013	Company conference room	On-site research	Corporation	First State Investments (Hong Kong) Limited	
18 January 2013	Company conference room	On-site research	Corporation	Fund group organized by Bank of America Merrill Lynch Security Limited	
22 January 2013	Company conference room	On-site research	Corporation	Fund group organized by Trivest Advisors Co., Ltd.	
24 January 2013	Company conference room	On-site research	Corporation	Fund group organized by Sinolink Securities Co., Ltd.	
30 January 2013	Company conference room	On-site research	Corporation	Fund group organized by SWS Research Co., Ltd.	
20 February 2013	Company conference room	On-site research	Corporation	UBS Securities Co., Ltd.	
21 February 2013	Company conference room	On-site research	Corporation	Fund group organized by Essence Securities Co.,	

				Ltd.	
29 March 2013	Company conference room	On-site research	Corporation	Cinda Securities Co., Ltd.	

WEICHAI POWER CO., LTD.

Tan Xuguang, Chairman

26 April 2013