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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)

POSSIBLE MAJOR TRANSACTION

POSSIBLE ACQUISITION OF SHARES IN KION THROUGH EXERCISE OF THE CALL OPTIONS

AND

EXERCISE OF THE KION CALL OPTION

AND

RESUMPTION OF TRADING

Reference is made to (i) the announcement of Weichai Power Co., Ltd. (the “**Company**”) dated 7 March 2013; (ii) the notice convening the EGM issued by the Company on 7 March 2013; (iii) the circular (the “**Circular**”) issued by the Company dated 28 March 2013; (iv) the poll results announcement of the Company dated 22 April 2013; (v) the announcement of the Company dated 3 June 2013; and (vi) the announcement of the Company dated 27 June 2013, in respect of, inter alia, the grant of the shareholders’ approval in advance in respect of the possible exercise of the Call Options with the aggregate of the exercise price of the Call Options not exceeding the Cap Amount and the exercise of the KION Call Option.

Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless the context requires otherwise.

EXERCISE OF THE KION CALL OPTION

Based on the prospectus of KION dated 14 June 2013 and the information provided by KION, taking into account the full exercise of the KION Call Option and the Capitalisation of the Superlift Funding Loan (details of which were set out in the Circular), KION shall issue

17,225,988 new shares (without taking into account any shares in KION which may be issued upon the exercise of the relevant over-allotment option) for raising new capital in the IPO and the issue price per KION share under the IPO is EUR24, and Weichai Lux will subscribe for 13,682,500 new shares in KION upon the full exercise of the KION Call Option.

Since the price per KION share under the IPO is lower than EUR29.21 (being the price per KION share determined based on the Acquisition Valuation), the consideration payable by Weichai Lux for the exercise of the KION Call Option will be calculated at EUR24 per KION share, aggregating EUR328,380,000 (equivalent to approximately HK\$3,308,428,500), which amount is within the Cap Amount as approved by the Shareholders at the EGM.

The exercise of the KION Call Option is subject to the completion of the relevant registration of the new KION shares on KION's commercial register, which is scheduled to occur at or around noon on 27 June 2013 (Central European Time), and the trading of the KION shares on the Frankfurt Stock Exchange is expected to commence on 28 June 2013 (Central European Time) and the IPO will only become unconditional if the underwriters' termination right is not exercised and lapses on the second business day thereafter (which is expected to be on 2 July 2013 (Central European Time)) (and thereafter the KION Call Option will become fully completed).

As the exercise of the KION Call Option may or may not be completed, Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

The Shareholders will be informed, by way of a further announcement to be published by the Company on the Company's website and the Stock Exchange's website, after the exercise of the KION Call Option has been completed.

RESUMPTION OF TRADING

Trading in the shares of the Company on the Stock Exchange was halted at the request of the Company from 9:00 a.m. on Thursday, 27 June 2013 pending the issue of this announcement. Application has been made to the Stock Exchange for resumption of trading in the shares of the Company with effect from 9:00 a.m. on Friday, 28 June 2013.

(The exchange rate used in this announcement, for illustration purposes only, is EUR1 = HK\$10.0750)

By order of the Board of Directors
Weichai Power Co., Ltd.
Tan Xuguang
Chairman and CEO

The PRC, 27 June 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, Ms. Han Xiaoqun and Mr. Gordon Riske; 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.