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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 AND INSIDE INFORMATION

This announcement is made pursuant to Rules 13.09(2)(a) and 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and the Inside Information Provisions (as defined under the Rules Governing the Listing of Securities on 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 14 November 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

14 November 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.

WEICHAI POWER CO., LTD.

Notification Announcement on the Circulation of Certain Restricted Shares in the Market

The Company and all members of the Board assure the truth, accuracy and completeness of the content of the information disclosed herein, of which there is no false statement, misrepresentation and material omission.

Important Notice

1. The number of restricted shares which will become circulating in the market is 19,993,049 shares at this time, representing 1% of the total share capital of the Company;
2. The date on which these restricted shares will become circulating in the market is 19 November 2013.

I. Basic information about the application for the release of the restricted shares

With the approval of the Extraordinary General Meeting and the Class Meetings of Weichai Power Co., Ltd. (the “Company” or “Weichai Power”) on 29 December 2006 and the sanction of the China Securities Regulatory Commission Zheng Jian Fa Xing Zi No. [2007]64 (證監發行字[2007]64 號) on 30 March 2007, the Company issued 190,653,552 ordinary shares with a Renminbi denominated par value of RMB1 each (“A Shares”) and completed the merger by share conversion and absorption of Torch Automobile Group Co., Ltd. (“TAGC”) on 23 April 2007. The Company’s A Shares were approved to be listed on the Shenzhen

Stock Exchange on 30 April 2007. After the listing of the A Shares, the total number of shares of the Company was 520,653,552.

On 16 December 2008, the Company implemented the resolution in respect of the 2008 interim issue of shares by conversion of capital reserve, at the rate of 6 shares for every 10 shares, based on the total share capital of 520,653,552 shares of the Company. After the said share issue, the total share capital of the Company was increased to 833,045,683 shares.

On 6 December 2010, the Company implemented the resolution in respect of the 2010 interim issue of shares by conversion of capital reserve, at the rate of 10 shares for every 10 shares, based on the total share capital of 833,045,683 shares of the Company. After the said share issue, the total share capital of the Company was increased to 1,666,091,366 shares.

On 17 August 2012, the Company implemented the resolution in respect of the 2011 profit distribution by issuing 2 bonus shares for every 10 shares and a cash dividend of RMB1 for every 10 shares (including tax), based on the total share capital of 1,666,091,366 shares of the Company. After the said bonus issue, the total number of shares of the Company was increased to 1,999,309,639 shares.

II. The commitments and implementation by the holders of the certain restricted shares which can be circulated in the market

In 2007, under the commitment of Zhuzhou State-owned Assets Investment Holding Group Co., Ltd. ((株州市國有資產投資控股集團有限公司) “ZZSAI”) and subject to the commitment, no shares of Weichai Power held by it shall be beneficially transferred or repurchased by Weichai Power within 36 months commencing from Weichai Power’s listing on the Shenzhen Stock Exchange.

In July 2010, with confidence in the development of the Company in the future, ZZSAI has issued a letter of commitment to extend its commitment. Under the commitment of ZZSAI and subject to the commitment, the lock-up period for the 8,330,437 restricted shares of Weichai Power subject to lock-up terms held by it will be extended for another three years since the expiration on 30 April 2010, which means no such shares will be listed and traded on any stock exchange system or otherwise transferred or repurchased by the Company within 36 months commencing from the expiration of lock-up period on 30 April 2010.

The above commitment was strictly implemented.

III. Arrangements for this circulation of the restricted shares

1. The date on which the restricted shares will become circulating in the market:
19 November 2013;
2. The total number of restricted shares to be released is 19,993,049 shares and the total number of shares which will become circulating in the market is 19,993,049 shares (representing 1% of the total number of shares of the Company) among which the total number of shares that is charged is 19,100,000 shares.

IV. Changes in the share capital structure and shareholders' shareholdings

The share capital structure prior to and following the release of the restricted shares is as follows:

Unit: share

Types of shares	Before the restricted shares being released and become circulating in the market		Change resulting from the release		After the restricted shares being released and become circulating in the market	
	Number	Percentage	Increase	Decrease	Number	Percentage
I. Restricted circulating shares	562,493,513	28.13%		19,993,049	542,500,464	27.13%
1. State-owned legal person shares	447,869,513	22.40%		19,993,049	427,876,464	21.40%
2. Shares held by domestic general legal persons	57,792,000	2.89%			57,792,000	2.89%
3. Shares held by domestic natural persons	56,832,000	2.84%			56,832,000	2.84%
II. Non-restricted circulating shares	1,436,816,126	71.87%	19,993,049		1,456,809,175	72.87%
1. RMB ordinary shares	951,056,126	47.57%	19,993,049		971,049,175	48.57%
2. Overseas listed foreign shares	485,760,000	24.30%			485,760,000	24.30%
III. Total number of shares	1,999,309,639	100%	----	----	1,999,309,639	100.00%

V. Changes in shareholders' shareholdings and historical moratoria

Under the commitment of ZZSAI and subject to the commitment, the lockup period of the 8,330,437 restricted circulating shares of Weichai Power subject to lock-up terms held by it will be extended for another three years since the expiration on 30 April 2010, which means no such shares will be listed and traded on any stock exchange system or otherwise transferred or repurchased by the Company within 36 months commencing from the expiration of lock-up period on 30 April 2010. Upon the share issuing by conversion of capital reserve in the interim issue of shares of 2010, the restricted circulating shares of the Company held by the shareholder amounted to 16,660,874 shares. Upon the implementation of 2011 profit distribution, the restricted circulating shares of the Company held by the shareholder amounted to 19,993,049.

VI. Other matters

1. There is no circumstance of appropriation of the listing company's fund for any non-operation purpose by the shareholder who applied for this release of the restricted shares.
2. The Company has not made any guarantee in breach of the relevant regulations in favor of any of the shareholder who applied for this release of the restricted shares.
3. There is no illegal trading of the Company's shares by the shareholder who applied for this release of the restricted shares.

VII. Documents available for inspection

Application letters for the release of the restricted shares

The announcement is hereby made.

The Board of Weichai Power Co., Ltd.
14 November 2013