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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)

**ANNOUNCEMENT OF RESULTS OF
THE EXTRAORDINARY GENERAL MEETING
HELD ON 15 NOVEMBER 2013**

The Board is pleased to announce that the resolutions set out in the EGM Notice were duly approved by way of poll at the EGM held on 15 November 2013.

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 15 November 2013 at 10:00 a.m. (the “**EGM**”) as set out in the notice of the EGM dated 30 September 2013 (the “**EGM Notice**”) as follows:

Ordinary resolutions		Number of votes (%)		
		For	Against	Abstain
1.	To consider and approve the provision of general services and labour services by Weichai Holdings (and its associates) to the Company (and its subsidiaries) (including the relevant supplemental agreement and the new caps).	492,255,939 (99.51%)	0 (0%)	2,425,924 (0.49%)
	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.			
2.	To consider and approve the supply and/or connection of utilities by Weichai Holdings (and its associates) to the Company (and its subsidiaries) (including the relevant supplemental agreement and the new caps).	492,255,939 (99.51%)	0 (0%)	2,425,924 (0.49%)
	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
3.	To consider and approve the purchase of diesel engine parts and components, gas, scrap metals, materials, diesel engines and related products and processing services by the Company (and its subsidiaries) from Weichai Holdings (and its associates) (including the relevant supplemental agreement and the new caps).	492,084,939 (99.48%)	171,000 (0.03%)	2,425,924 (0.49%)
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 sale of diesel engines, diesel engine parts and components, materials, semi-finished products and related products and provision of processing services by the Company (and its subsidiaries) to Weichai Holdings (and its associates) (including the relevant supplemental agreement and the new caps).	492,255,939 (99.51%)	0 (0%)	2,425,924 (0.49%)
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.				
5.	To consider and approve the purchase of diesel engine parts and components, materials, steel and scrap metal, diesel engines and related products and processing and labour services by the Company (and its subsidiaries) from Weichai Heavy Machinery (and its subsidiaries) (including the relevant supplemental agreement and the new caps).	492,084,939 (99.48%)	171,000 (0.03%)	2,425,924 (0.49%)
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.				
6.	To consider and approve the sale of diesel engines and related products by the Company (and its subsidiaries) to Weichai Heavy Machinery (and its subsidiaries) (including the relevant supplemental agreement and the new caps).	492,255,939 (99.51%)	0 (0%)	2,425,924 (0.49%)
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.				
7.	To consider and approve the supply of semi-finished diesel engine parts, diesel engine parts and components, reserve parts and related products and provision of labour services by the Company (and its subsidiaries) to Weichai Heavy Machinery (and its subsidiaries) (including the relevant supplemental agreement and the new caps).	492,255,939 (99.51%)	0 (0%)	2,425,924 (0.49%)
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
8.	To consider and approve the supplemental agreement in respect of the purchase of parts and components of vehicles, scrap steel and related products by Shaanxi Zhongqi (and its subsidiaries) from Shaanxi Automotive (and its associates) and the relevant new caps.	833,916,339 (99.71%)	0 (0%)	2,425,924 (0.29%)
	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.			
9.	To consider and approve the possible exercise of the Superlift Call Option.	833,422,539 (99.65%)	202,800 (0.02%)	2,716,924 (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.			

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 836,342,263 shares, which represent approximately 41.83% of the total issued shares.
- (4) Weichai Holdings and Tan Xuguang (being the chairman and a director of Weichai Holdings) (holding 352,988,400 shares in aggregate) shall abstain from voting in respect of the Resolutions numbered 1 to 7 at the EGM as disclosed in the EGM Notice, and Weichai Holdings has abstained from voting in respect of such Resolutions and Mr. Tan Xuguang did not attend or vote at the EGM.
- (5) Computershare Hong Kong Investor Services Limited, the share registrar for the H shares of the Company, and 北京市通商律師事務所 (Beijing Commerce & Finance Law Office), 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.
Kwong Kwan Tong
Company Secretary

Hong Kong, 15 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.