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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 8 December 2014, which is for information only. The full text of the announcement in both Chinese and English 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

8 December 2014

As at the date of this announcement, the executive Directors of the Company are Mr. Tan Xuguang, Mr. Xu Xinyu, Mr. Li Dakai, Mr. Fang Hongwei, Mr. Sun Shaojun and Mr. Zhang Quan; the non-executive Directors of the Company are Mr. Wang Yuepu, Mr. Yeung Sai Hong, Mr. Julius G. Kiss, Ms. Han Xiaoqun, Mr. Jiang Kui and Mr. Gordon Riske; and the independent non-executive Directors of the Company are Mr. Loh Yih, Mr. Chu, Howard Ho Hwa, Mr. Zhang Zhenhua, Mr. Zhang Zhong, Mr. Wang Gongyong and Mr. Ning Xiangdong.

**Announcement of Resolutions Passed at the 2014 Seventh
Provisional Meeting of the Board of Directors of
WEICHAI POWER CO., LTD.**

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.

The notice of the 2014 Seventh Provisional Meeting of the Board of Directors (hereinafter referred to as the “Meeting”) of Weichai Power Co., Ltd. (hereinafter referred to as the “Company” or “Weichai Power”) was delivered by hand or by e-mail on 5 December 2014. The Meeting was held on 8 December 2014 and the resolutions of the Meeting were resolved by facsimile.

18 directors were present at the Meeting and 18 directors were entitled to be present. A total of 18 valid votes were collected. The convening, holding and voting procedures of the Meeting complied with the relevant requirements of the Company Law of the PRC and the Articles of Association. The following resolutions of the Meeting were duly passed:

1. To review and approve the resolution regarding the continuing connected transactions between the Company and/or its subsidiaries and Weichai Westport Inc.

Total actual number of voting persons for this resolution is 18, of which 18 are for, 0 is against, 0 is abstained. The resolution was resolved

and passed, and was consented to be proposed to the 2015 first extraordinary general meeting of the Company for review and approval.

2. To review and approve the resolution regarding amendments to certain terms in the Articles of Association of the Company

For the needs of the development of the operation of the Company, the Company intends to make amendments to certain terms in the Articles of Association. Details of the amendments are as follows:

(1) To insert the words “amended at the Company’s 2015 first extraordinary general meeting held on [date] [month] 2015,” after the words “.....amended at the Company’s 2012 first extraordinary general meeting held on 30 November 2012,” in Clause 1, Article 7 of the Articles of Association.

(2) The original Article 13 of the Articles of Association: “The scope of business of the Company shall be subject to the items approved by the relevant companies registration authorities.

The scope of business of the Company includes: the design, development, manufacture, sales, maintenance of the diesel engines and supplemental products and the import and export business of the enterprise under the qualification certificates, leasing of self-owned properties, sales of steel materials; provision of the service of enterprise management.

The Company shall conduct its business activities within the scope of business approved by the relevant companies registration authorities.” be amended as follows:

“The scope of business of the Company shall be subject to the items approved by the relevant companies registration authorities.

The scope of business of the Company includes: the design,

development, manufacture, sales, maintenance and import and export of the internal combustion engines, new energy powertrain systems and supplemental products, leasing of self-owned properties, sales of steel materials; provision of the service of enterprise management.

The Company shall conduct its business activities within the scope of business approved by the relevant companies registration authorities.”

Total actual number of voting persons is 18, of which 18 are for, 0 is against and 0 is abstained. The resolution was resolved and passed. And such resolution would be proposed to the 2015 first extraordinary general meeting of the Company for review and approval.

3. To review and approve the resolution to convene the 2015 first extraordinary general meeting of the Company

According to the laws and regulations of the Company Law of the PRC and the Articles of Association, the Company proposed to convene the 2015 first extraordinary general meeting of Weichai Power at the Company’s conference room at 197, Section A, Fu Shou East Street, High Technology Industrial Development Zone, Weifang, Shandong Province. As the notice of general meeting and the content of relevant documents regarding connected transactions are subject to the prior review of the Hong Kong Stock Exchange, the specific time of convening the above meeting will be further announced in the notice of meeting based on the time required to review by the Hong Kong Stock Exchange.

Total actual number of voting persons is 18, of which 18 are for, 0 is against and 0 is abstained. The resolution was resolved and passed.

An announcement is hereby made.

By order of the Board of Directors
WEICHAI POWER CO., LTD.

8 December 2014