



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)

**Reply Slip in respect of the Extraordinary General Meeting
to be held on Friday, 27 February 2015**

Pursuant to its Articles of Association, the Company Law of the People's Republic of China (the "PRC") and the relevant regulations, all shareholders of Weichai Power Co., Ltd. (the "Company") who wish to attend the extraordinary general meeting of the Company to be held on Friday, 27 February 2015 (the "EGM") should complete this reply slip *(notes 1 & 6)*:

Name *(note 2)*

Shareholding *(note 3)*

Number of H Shares/A Shares *(note 4)*

I.D./Passport No. *(note 5)*: _____ Telephone No.: _____

Address _____

Date: _____ Signature of Shareholder: _____

Notes:

1. Please fill in this reply slip in **BLOCK CAPITALS**.
2. The Company will not process registration of transfers of H Shares of the Company from Wednesday, 28 January 2015 to Friday, 27 February 2015 (both days inclusive). Holders of H Shares of the Company whose names appear on the register of H Shares of the Company kept at Computershare Hong Kong Investor Services Limited at the close of business on Tuesday, 27 January 2015 are entitled to attend and vote at the EGM following completion of the registration procedures. The above requirement does not apply to holders of A Shares of the Company.
3. The Company has a total issued share capital of RMB1,999,309,639 divided into 1,999,309,639 ordinary shares (comprising 485,760,000 H Shares and 1,513,549,639 A Shares) of RMB1.00 each as at 7 January 2015. Your shareholding in the Company shall be calculated according to the total number of ordinary shares of the Company in issue as at 7 January 2015. Please also provide copies of documents that can prove your shareholding.
4. Please indicate clearly the number of H Shares and/or A Shares of the Company registered in your name(s).
5. Please produce copies of your identity cards (or passports). If a corporate shareholder's legal representative or any other person authorised by the board of directors or other governing body of such corporate shareholder attends the EGM, such legal representative or other person shall produce his/her proof of identity, and proof of designation as legal representative and the valid resolution or authorisation document of the board of directors or other governing body of such corporate shareholder (as the case may be) to prove the identity and authorisation of that legal representative or other person.
6. In order to be valid, with respect to holders of H Shares, this completed and signed reply slip shall, on or before Friday, 6 February 2015, be delivered by hand, by facsimile or by post to the Secretary to the Board of the Company. The contact details of the Secretary to the Board of the Company are as follows:

Weichai Power Co., Ltd.
Securities Department
197, Section A
Fu Shou East Street
High Technology Industrial Development Zone
Weifang
Shandong Province
The People's Republic of China
Postal Code: 261061
Telephone No.: 86 (536) 819 7069
Facsimile No.: 86 (536) 819 7073

With respect to holders of A Shares, please refer to the notice of the EGM published on the website of the Shenzhen Stock Exchange in respect of the eligibility of attendance, registration procedure, proxy and other relevant matters.