

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

**CLOSURE OF REGISTER OF MEMBERS
AND
PAYMENT OF CASH DIVIDENDS AND BONUS SHARES ISSUE**

Reference is made to the circular of Weichai Power Co., Ltd. (the “Company”) dated 15 May 2015 in respect of, inter alia, the proposed payment of cash dividends (the “Cash Dividends”) and the bonus shares issue (the “Bonus Shares Issue”) by way of capitalisation of the surplus reserve of the Company as more particularly set out therein. Terms and expressions defined in the said circular shall have the same meanings when used herein.

Reference is also made to the announcement of the Company dated 30 June 2015 in respect of the results of the AGM, A Shareholders’ Class Meeting and H Shareholders’ Class Meeting, at each of which the payment of Cash Dividends and the Bonus Shares Issue were approved.

EXPECTED TIMETABLE

The following is the expected timetable for the payment of Cash Dividends and the Bonus Shares Issue for the holders of H Shares, including the Record Date and the ex-entitlement date:

2015

Last day of dealings in the H Shares cum-entitlements
to the Cash Dividends and the New H Shares Wednesday, 15 July 2015

First day of dealings in the H Shares ex-entitlements
to the Cash Dividends and the New H Shares Thursday, 16 July 2015

Latest time for lodging transfers for entitlements
to the Cash Dividends and the New H Shares 4:30 p.m., Friday, 17 July 2015

Closure of register of members of H Shares
to determine the entitlements to
the Cash Dividends and the New H Shares Saturday, 18 July 2015 to
Thursday, 23 July 2015
(both dates inclusive)

H Share record date (the “Record Date”)(*Note*) Thursday, 23 July 2015

Despatch of the cheques of the Cash Dividend and
the New H Share certificates on or before Thursday, 20 August 2015

First day of dealings in the New H Shares Friday, 21 August 2015

Note: If there is a Typhoon Signal No. 8 or above, or a “black” rainstorm warning in force at or at any time on either the first or second ex-date and is not lowered at or before 12 noon on the relevant ex-date, the last time for accepting shares for registration shall be deferred to the next business day during normal business hours for each ex-date affected; and the date of closure of register of members of H Shares and the Record Date shall be automatically postponed by the number of ex-dates affected.

In order to be entitled to the Cash Dividends and the new H Shares, documents on transfers of H Shares of the Company, accompanied by the relevant share certificates, must be lodged with the Company’s H-Share Registrar and Transfer Office, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Friday, 17 July 2015.

DESPATCH OF CHEQUES AND SHARE CERTIFICATES AND LISTING AND DEALING OF NEW H SHARES

The H Shares are listed on the Hong Kong Stock Exchange whereas the A Shares are listed on the Shenzhen Stock Exchange. Application has been made to the Listing Committee of the Hong Kong Stock Exchange for listing of, and permission to deal in, the New H Shares.

The Company will make a further announcement, if and to the extent that the entitlements of any Overseas Shareholders (if any) to the Bonus Shares Issue is affected, on the Record Date.

The Company will make further announcement on the Shenzhen Stock Exchange in respect of record date arrangements in respect of the New A Shares.

For information on the requirements on the withholding and payment of enterprise income tax for non-resident enterprise in respect of the Cash Dividends and the Bonus Shares Issue, please refer to the section headed “2.D. Taxation” in the “Letter from the Board” contained in the Circular.

Cash Dividends in respect of H Shares will be denominated and declared in RMB and payable in Hong Kong Dollars. In addition, enterprise income tax required to be withheld for non-resident enterprise in respect of the issue of shares pursuant to the Bonus Shares Issue will be deducted from the Cash Dividends payable to the relevant holders of H Shares. The applicable exchange rate will be the average benchmark exchange rate for RMB/HK\$ announced by the People's Bank of China over the week prior to 30 June 2015, the date of declaration of the Cash Dividends, i.e. HK\$100:RMB78.8718. The Cash Dividends payable per H Share will be HK\$0.19018 (inclusive of the applicable tax).

It is expected that the cheques of the Cash Dividend and the shares certificates for the New H Shares will be despatched by ordinary post, on or before, Thursday, 20 August 2015, to the holders of H Shares who are entitled thereto at their own risk. Subject to the granting of the approval for the listings of, and permission to deal in, the New H Shares, dealings in the New H Shares on the Hong Kong Stock Exchange are expected to commence on Friday, 21 August 2015.

By Order of the Board
Weichai Power Co., Ltd.
Tan Xuguang
Chairman

The People's Republic of China, 2 July 2015

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