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WEICHAI

潍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)

PROPOSED ISSUE OF BONDS

The board (the “**Board**”) of directors (the “**Directors**”) of Weichai Power Co., Ltd. (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Weichai International Hong Kong Energy Group Co., Limited (the “**Issuer**”), a wholly-owned subsidiary of the Company, proposes to issue certain bonds (the “**Bonds**”) in the principal amount of EUR500,000,000 (or its USD equivalent) (equivalent to approximately HK\$4,304,000,000) (the “**Bonds Issue**”).

The structure of the Bonds Issue, including the currency of the Bonds Issue and the principal amount and interest rate of the Bonds will be further determined by the management of the Company based on the then prevailing market conditions. Upon finalising the terms and conditions of the Bonds, it is expected that the Issuer and the Company will enter into a subscription agreement with the relevant lead managers of the Bonds Issue.

Provision of Guarantee by the Company

The proposed issue of the Bonds by the Issuer will be guaranteed by the Company (the “**Guarantee**”).

Pursuant to the relevant PRC laws, both the proposed Bonds Issue and the provision of the Guarantee are subject to the approval of the shareholders of the Company. The relevant notice convening the relevant extraordinary general meeting has been issued by the Company on 13 July 2015.

Use of proceeds of the Bonds Issue

The Company intends to use the net proceeds from the Bonds Issue to repay the relevant bank borrowings in connection with the Group’s acquisition of shares in KION Group AG, and as general working capital for the Group’s offshore operations.

Listing

The Bonds are intended to be listed on the Irish Stock Exchange or other international stock exchanges in which bonds of a similar nature are normally listed.

As no binding agreement in relation to the Bonds Issue has been entered into as at the date of this announcement, the Bonds Issue may or may not materialise. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company.

Further announcement(s) in respect of the Proposed Bonds Issue will be made by the Company as and when appropriate.

By order of the Board of Directors
Weichai Power Co., Ltd.
Tan Xuguang
Chairman and CEO

The People’s Republic of China, 13 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 and Mr. Sun Shaojun; the non-executive Directors of the Company are Mr. Wang Yuepu, 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.

(The exchange rate used for the purpose of this announcement is at EUR1.00 = HK\$8.608)