

For the month ended (dd/mm/yyyy):

Monthly Return of Equity Issuer on Movements in Securities

| To: Hong Kong Exchanges and C | Clearing Limited | | |
|--|---------------------------|----------------------------------|---|
| Name of Issuer V | Veichai Power Co.,Ltd | | |
| | April 2017 | | |
| I. Movements in Authorised Shar | e Capital | | |
| 1. Ordinary Shares | | | |
| (1) Stock code : 2338 | Description : H Share | es | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding mor | nth 971,520,000 | RMB1.00 | RMB971,520,000 |
| Increase/(decrease) | N/A | | <u>N/A</u> |
| Balance at close of the month | 971,520,000 | <u>RMB1.00</u> | RMB971,520,000 |
| 000338 (Shenzhen Stock (2) Stock code : <u>Exchange</u>) | Description : A Share | s | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding mor | nth 3,027,099,278 | RMB1.00 | RMB3,027,099,278 |
| Increase/(decrease) | N/A | | N/A |
| Balance at close of the month | 3,027,099,278 | RMB1.00 | RMB3,027,099,278 |

31 March 2017

| Stock code : | Description : | | |
|---|---|----------------------------------|---|
| | No. of preference shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of precedi | ng month | | |
| Increase/(decrease) | | | |
| Balance at close of the mor | nth | | |
| | | | |
| 3. Other Classes of Shares | | | |
| 3. Other Classes of Shares Stock code : | Description : | | |
| | Description : No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) |
| | No. of other classes of shares | (State | capital |
| Stock code : | No. of other classes of shares | (State | capital |

II. Movements in Issued Share Capital

| | No. of ord | inary shares | | |
|--|-------------|---------------|------------------|----------------------|
| | (1) | (2) | No of preference | No. of other classes |
| | H Shares | A Shares | shares | of shares |
| Balance at close of preceding month | 971,520,000 | 3,027,099,278 | N/A | N/A |
| Increase/ (decrease) during the month | N/A | N/A | N/A | N/A |
| Balance at close of the month | 971,520,000 | 3,027,099,278 | N/A | N/A |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Snare Options (under | Snare Option | Schemes of the | issuer) | | | |
|--|----------------|---------------------|----------------|--------------|--|--|
| Particulars of share option scheme including EGM | | | | | No. of new shares of issuer issued during the month pursuant | No. of new shares of issuer which may be issued pursuant thereto |
| approval date | | Movement duri | ng the month | | thereto | as at close of the month |
| (dd/mm/yyyy) and - | | Wio veinent duri | ing the month | | • | |
| class of shares | | | | | | |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1. | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| (Trote 1) | | | | | | |
| 2. | | | | | | |
| <u> </u> | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | | |
| (Note 1) | | | | | | |
| | | | | | | |
| 3. | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | | |
| (<i>Note 1</i>) | | | | | | - |
| (, | | To | otal A. (Ordin | ary shares) | | |
| | | | (Prefere | nce shares) | | |
| | | | (1 151616 | Other class) | | |
| Total funds raised due | ring the month | from oversies s | • | Janoi Olubb) | | |
| Total funds raised dur options (State current | | i iroini exercise o | 1 | | | |
| options (state current | ~y) | | - | | | |

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of Nominal value at nominal close of value preceding month | during the | Nominal value at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|---|-------------|---|--|--|
| 1. | - | | | | |
| | - | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date | | - - - | | | - |
| (if applicable) (dd/mm/yyyy) 2. | (/ /) | - | | | |
| | - | | | | |
| (/ /) Stock code (if listed) Class of shares | · | | | | |
| issuable (Note 1) | | - | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (/ /) | - | | | |
| 3. | - | - | | | |
| (/ /) Stock code (if listed) Class of shares | | - | | | |
| issuable (<i>Note 1</i>) Subscription price | | - | | | |
| EGM approval date (if applicable) | (/ /) | - | | | |
| 4. | | - | | | |
| (/ /) | - | | | | |
| Class of shares | | | | | |
| Subscription price EGM approval date (if applicable) | | _ | | | |
| (dd/mm/yyyy) | (/ /) | - | | | |
| | Tota | (Prefere | nary shares) | | <u>-</u> |
| | | (| Other class) | | _ |

| Class and description | | Amount at close of preceding month | Converted during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|----------|------------------------------------|----------------------------|------------------------------------|--|--|
| 1. | | | | | | |
| | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) | | | | | | |
| (dd/mm/yyyy)) | (/ /) | | | | | |
| 2. | | | | | | |
| - | | | | | | |
| | | | | | | |
| Stock code (if listed) | | | | | - | - |
| Class of shares | | | | | | |
| issuable (<i>Note 1</i>) Subscription price | | | | | | |
| EGM approval date | | | | | | |
| (if applicable) (dd/mm/yyyy) | (/ /) | | | | | |
| 3. | (/ /) | | | | | |
| | <u> </u> | | | | | |
| | <u> </u> | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price EGM approval date | | | | | | |
| (if applicable) | | | | | | |
| á . | (/ /) | | | | | |
| 4. | | | | | | |
| | <u></u> | | | | | |
| | | | | | | |
| Stock code (if listed) Class of shares | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ /) | | | | | |
| | | • | Total C. (Ordin | nary shares) | | - |
| | | | (1101016) | ence shares) Other class) | | - |
| | | | ` | ´ | | - |

For Main Board and GEM listed issuers
Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|--|---|
| 1 | | |
| (/ /) shares (Note 1) | | |
| 2. | | |
| | | |
| shares (Note 1) | | |
| 3 | | |
| | | |
| (/ /) shares (Note 1) | | |
| | | |
| Total D. (Ordinary shares) (Preference shares) | | |
| (Other class) | | |
| | | |

| Type of Issue | | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|-----------------|---------------------------|---|-------|--|---|
| 2) po de essent | | Class of shares issuable | | _ | |
| | | (Note 1) | | | |
| 1. Rights issue | At price : State currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | |
| | | | | <u>Nil</u> | <u>Nil</u> |
| | | Class of shares issuable | | - | |
| 2. Open offer | At price : State | (Note 1) Issue and allotment | (/ / |) | |
| | currency | date : (dd/mm/yyyy) EGM approval date: | (/ / |) | |
| | | (dd/mm/yyyy) | | Nil | Nil |
| | | Class of shares issuable (Note 1) | | | |
| 3. Placing | At price : State currency | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | |
| | | (dd/iiiii/yyyy) | | Nil | Nil |
| | | Class of shares issuable (Note 1) | | _ | |
| 4. Bonus issue | | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | |
| | | EGM approval date: (dd/mm/yyyy) | (/ / |) | |
| | | (uu/iiiii/yyyy) | | Nil | Nil |

For Main Board and GEM listed issuers

| Type of Issue | | TOT IMAIN | Боа | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of |
|--|---|-----------|-----|--|----------------------|
| | | | | | |
| 5. Scrip dividend At price : State curren | Class of shares issuable (Note 1) Issue and allotment date: (dd/mm/yyyy) | (/ / | | | |
| | EGM approval date: (dd/mm/yyyy) | (/ / |) | <u>Nil</u> | <u>Nil</u> |
| | Class of shares repurchased (Note 1) | | | | |
| 6. Repurchase of shares | Cancellation date: (dd/mm/yyyy) | (/ / |) | | |
| | EGM approval date: (dd/mm/yyyy) | (/ / |) | Nil | Nil |
| | | | | | |
| | Class of shares redeemed (<i>Note 1</i>) | | | | |
| 7. Redemption of shares | Redemption date : (dd/mm/yyyy) | (/ / |) | | |
| | EGM approval date: (dd/mm/yyyy) | (/ / |) | NT21 | N 121 |
| | | | | <u>Nil</u> | <u>Nil</u> |
| | Class of shares issuable (Note 1) | | | | |
| 8. Consideration issue At price : State curren | cy — Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | EGM approval date: (dd/mm/yyyy) | (/ / |) | Nil | Nil |
| | | | | | |

For Main Board and GEM listed issuers

| Type of Issue | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|---|--|---|
| 1,500 01 10000 | Class of shares issuable | | |
| | (Note 1) | | |
| 9. Capital reorganisation | Issue and allotment date : (dd/mm/yyyy) | | |
| | EGM approval date: (/ /) (dd/mm/yyyy) | | |
| | | Nil | Nil |
| | | | |
| | Class of shares issuable(Note 1) | | |
| 10. Other (Please specify) At price : State curre | Issue and allotment date: (dd/mm/yyyy) | | |
| | EGM approval date: (/ /) (dd/mm/yyyy) | Nil | Nil |
| | Total E. (Ordinary share (Preference share (Other class | s) N/A | - - - |
| | | | |
| Total increase / (decrease) in ordinary sh | res during the month (i.e. Total of A to E): | (1) N/A | |
| | | (2) N/A | |
| Total increase / (decrease) in preference | hares during the month (i.e. Total of A to E): | N/A | |
| Total increase / (decrease) in other class | s of shares during the month (i.e. Total of A to E): | N/A | |

(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)

| Remarks (if any): |
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| |
| |
| Submitted by: Kwong Kwan Tong |
| Title: Company Secretary (Director, Secretary or other duly authorised officer) |
| |

Notes:

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.