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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)

**ANNOUNCEMENT OF RESULTS OF
THE EXTRAORDINARY GENERAL MEETING
HELD ON 30 AUGUST 2017
AND
APPOINTMENT OF SUPERVISOR**

The Board is pleased to announce that the resolutions set out in the EGM Notice and Supplementary EGM Notice were duly approved by way of poll at the EGM held on 30 August 2017.

The Board further announces the appointment of a supervisor of the Company.

I. EXTRAORDINARY GENERAL MEETING

The board of directors (the “**Board**”) of Weichai Power Co., Ltd. (the “**Company**”) is pleased to announce the poll results in respect of the resolutions proposed for consideration and approval at the extraordinary general meeting of the shareholders of the Company, which was held on 30 August 2017 at 2:30 p.m. (the “**EGM**”) as set out in the notice of the EGM dated 14 July 2017 (the “**EGM Notice**”) and the supplementary

notice of the EGM dated 11 August 2017 (the “**Supplementary EGM Notice**”) as follows:

Ordinary resolutions		Number of votes (%)		
		For	Against	Abstain
1.	To consider and approve the issue of bonds (“ Bonds Issue ”) in the principal amount of not exceeding 650,000,000 Euro (or its United States Dollars equivalent) by Weichai International Hong Kong Energy Group Co., Limited, a wholly-owned subsidiary of the Company.	2,854,849,207 (99.6813%)	9,126,075 (0.3187%)	0 (0%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
2.	To consider and approve the grant of the guarantee by the Company for the benefit of Weichai International Hong Kong Energy Group Co., Limited in respect of the Bonds Issue.	2,854,849,207 (99.6813%)	9,126,075 (0.3187%)	0 (0%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
3.	To consider and approve the supplemental agreement to the Weichai Westport Supply Agreement dated 14 July 2017 in respect of the supply of base engines, gas engine parts, utility and labour services, technology development services and related products and services by the Company (and its subsidiaries and/or associates) to Weichai Westport and the relevant new caps.	1,494,489,042 (99.6993%)	4,506,800 (0.3007%)	0 (0%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
4.	To consider and approve the supplemental agreement to the Weichai Westport Purchase Agreement dated 14 July 2017 in respect of the purchase of gas engines, gas engine parts, labour services and related products and services by the Company (and its subsidiaries and/or associates) from Weichai Westport and the relevant new caps.	1,493,965,042 (99.6644%)	5,030,800 (0.3356%)	0 (0%)
As more than one half of the total number of the votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				

Ordinary resolutions		Number of votes (%)		
		For	Against	Abstain
5.	To consider and approve the supplemental agreement to the Weichai Westport Logistics Agreement dated 14 July 2017 in respect of the provision of logistics and storage services by Weichai Logistics (and its associates) to Weichai Westport and the relevant new caps.	1,494,469,042 (99.6980%)	4,526,800 (0.3020%)	0 (0%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
6.	To consider and approve the supplemental agreement to the Weichai Westport Leasing Agreement dated 14 July 2017 in respect of the leasing of factory buildings by the Company to Weichai Westport and the relevant new caps.	1,494,469,042 (99.6980%)	4,526,800 (0.3020%)	0 (0%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
7.	To consider and approve the supplemental agreement to the Shaanxi Zhongqi Purchase Agreement dated 14 July 2017 in respect of the purchase of parts and components of vehicles, scrap steel and related products and labour services by Shaanxi Zhongqi (and its subsidiaries) from Shaanxi Automotive (and its associates) and the relevant new caps.	2,859,448,482 (99.8419%)	4,526,800 (0.1581%)	0 (0%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
8.	To consider and approve the election of Mr. Wu Hongwei as a Supervisor of the Company for a term from the date of the EGM to the conclusion of the annual general meeting of the Company for the year ending 31 December 2017 (both days inclusive).	2,799,592,881 (97.7520%)	63,925,497 (2.2320%)	456,904 (0.0160%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			
9.	To consider and approve the grant of the guarantee by the Company for the benefit of Weichai Power Hong Kong International Development Co., Limited in respect of a bank loan.	2,856,702,278 (99.7461%)	7,189,004 (0.2510%)	84,000 (0.0029%)
	As more than one half of the total number of the votes held by the shareholders and proxies who attended the EGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.			

Notes:

- (1) Total number of shares entitling the holders to attend and vote for or against the resolutions at the EGM: 7,997,238,556 shares (comprising 6,054,198,556 A Shares and 1,943,040,000 H Shares).
- (2) Total number of shares entitling the holders to attend and abstain from voting in favour of any resolution at the EGM as set out in Rule 13.40 of the Listing Rules: nil.
- (3) Total number of shares held by the shareholders or their proxies who have attended the EGM and are entitled to vote is 2,863,975,282 shares, which represent approximately 35.81% of the total issued shares.
- (4) As set out in the EGM Notice, Weichai Holdings and its associates have abstained from voting at the EGM in respect of the resolutions numbered 3 to 6; and Mr. Yuan Hongming, an executive Director of the Company, has abstained from voting at the EGM in respect of the resolution numbered 7.
- (5) Computershare Hong Kong Investor Services Limited, the share registrar for the H Shares of the Company, and 北京市通商律師事務所 (Beijing Commerce & Finance Law Office), legal advisors of the Company as to the People's Republic of China law, acted as the scrutineers at the EGM.

II. APPOINTMENT OF SUPERVISOR

Reference is made to the Supplementary EGM Notice. The Board announces that Mr. Wu Hongwei has been appointed as a supervisor of the Company for a term from 30 August 2017 to the conclusion of the annual general meeting of the Company for the year ending 31 December 2017 (both days inclusive).

Biographical details of the said supervisor of the Company were set out in the Supplementary EGM Notice. Save as disclosed therein, there are no other matters which need to be brought to the attention of the shareholders of the Company regarding the aforesaid appointment or any other information that needs to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange.

By order of the Board of Directors
Weichai Power Co., Ltd.
Kwong Kwan Tong
Company Secretary

Hong Kong, 30 August 2017

As at the date of this announcement, the executive Directors of the Company are Mr. Tan Xuguang, Mr. Zhang Quan, Mr. Xu Xinyu, Mr. Sun Shaojun, Mr. Yuan Hongming and Mr. Yan Jianbo; 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 Zhong, Mr. Wang Gongyong, Mr. Ning Xiangdong and Mr. Li Hongwu.