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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

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to the notice of Weichai Power Co., Ltd. (the “**Company**”) convening the extraordinary general meeting dated 17 July 2018, the circular of the Company dated 17 August 2018 and the poll results announcement dated 14 September 2018 in relation to, among other things, the grant of a mandate to the board of directors (the “**Board**”) of the Company to repurchase certain A Shares of the Company and to make appropriate amendments to the articles of association of the Company (the “**Articles of Association**”).

Pursuant to the authority granted to the Board at the extraordinary general meeting dated 14 September 2018, the Board announces that following the cancellation of the repurchased A shares, the Board has, on 10 January 2019, approved that the following amendments to the Articles of Association be made:

Article 7

The words “...amended at the Company’s 2019 first extraordinary board meeting held on 10 January 2019 pursuant to the authority of the Company’s 2018 first extraordinary general meeting and 2018 first class meeting of holders of A shares held on 14 September 2018” be added after the words “...amended at the Company’s 2017 annual general meeting held on 14 June 2018...” in the first paragraph of Article 7 of the Articles of Association.

Article 19

In the second paragraph of Article 19 of the Articles of Association, the words “...the Company’s total number of ordinary shares in issue is 7,997,238,556 shares...” be deleted in its entirety and replaced by the words “...the Company’s total number of ordinary shares in issue is 7,933,873,895 shares...”.

Article 20

The following paragraph be added to Article 20 of the Articles of Association as the eighth paragraph: “After the implementation of the repurchase of certain public A shares of the Company in 2018 by the Company, a total of 7,933,873,895 ordinary shares of the Company are in issue, of which holders of A Shares are interested in 5,990,833,895 shares and holders of overseas listed foreign shares are interested in 1,943,040,000 shares.”

Article 21

Article 21 of the Articles of Association be deleted in its entirety and replaced by: “The share capital of the Company consists of 7,933,873,895 ordinary shares, of which 1,943,040,000 shares are held by the shareholders of overseas listed foreign shares and 5,990,833,895 shares are held by shareholders of A Shares.”

Article 24

Article 24 of the Articles of Association be deleted in its entirety and replaced by: “The Company’s registered capital is RMB7,933,873,895; comprising of a total of 7,933,873,895 shares with a nominal value of RMB1.00 each.”

Since the Company is a PRC incorporated company and the official articles of association of the Company are in the Chinese language, the above amendments are an unofficial English language translation (the “**English Translation**”) of the official amendments in the Chinese language (the “**Official Amendments**”), which are set out in the Chinese language version of this announcement. Accordingly, in the event of any inconsistency between the English Translation and the Official Amendments, the Official Amendments shall prevail.

The full text of the amended Articles of Association is available at the websites of the Company and the Stock Exchange.

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

The PRC, 10 January 2019

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, Mr. Gordon Riske and Mr. Michael Martin Macht; and the independent non-executive Directors of the Company are Mr. Zhang Zhong, Mr. Wang Gongyong, Mr. Ning Xiangdong, Mr. Li Hongwu and Mr. Wen Daocai.