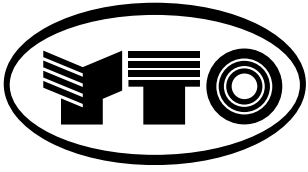


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第一拖拉机股份有限公司
FIRST TRACTOR COMPANY LIMITED*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 0038)

CHANGE OF INTERNATIONAL AUDITORS

The board (the “**Board**”) of directors (the “**Directors**”) of First Tractor Company Limited (the “**Company**”) would like to announce that it has recently received a notice from Vocation International Certified Public Accountants Company Limited (天職國際會計師事務所有限公司) (“**VICPA**”) informing the Company that VICPA has joined Baker Tilly International as its sole representative member in the People’s Republic of China (the “**PRC**”) and the H-Share audit business of VICPA’s former member firm in Hong Kong, UHY Vocation HK CPA Limited (“**UHY Hong Kong**”), has been merged with Baker Tilly Hong Kong Limited (“**Baker Tilly Hong Kong**”). The Company has also been notified that Baker Tilly Hong Kong has changed its Chinese name from 香港天華會計師事務所有限公司 to 天職香港會計師事務所有限公司.

The Board understands that the merger of UHY Hong Kong and the change of Chinese name relates only to UHY Hong Kong’s own strategic development and Baker Tilly Hong Kong would become the Company’s international auditors for the financial year 2010.

UHY Hong Kong has confirmed that there is no disagreement between the Board and UHY Hong Kong on the above change and there are no other matters which need to be brought to the attention of the shareholders of the Company.

By Order of the Board
First Tractor Company Limited
YU Lina / LIU Pui Yee
Joint Company Secretaries

Luoyang, the PRC
3 November 2010

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Liu Dagong, Ms. Dong Jianhong, Mr. Qu Dawei and Mr. Li Xibin, and four non-executive Directors, namely Mr. Zhao Yanshui, Mr. Yan Linjiao, Mr. Shao Haichen and Mr. Liu Yongle, and four independent non-executive Directors, namely Mr. Chan Sau Shan, Gary, Mr. Luo Xiwen, Mr. Hong Xianguo and Mr. Zhang Qiusheng.

* *For identification purposes only*