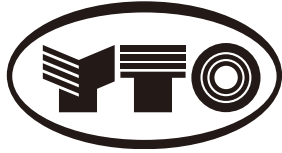


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第一拖拉机股份有限公司*
FIRST TRACTOR COMPANY LIMITED

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

(Stock Code: 0038)

POLL VOTING RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 15 NOVEMBER 2017

The board (the “**Board**”) of directors (the “**Directors**”) of First Tractor Company Limited* (the “**Company**”) confirms that there are no false representations, misleading statements or material omissions in this announcement, and individually and collectively accept the responsibility for the truthfulness, accuracy and completeness of the contents contained herein.

Unless otherwise indicated, capitalized terms used herein shall have the same meanings as those defined in the announcements (the “**Announcements**”) of the Company dated 29 September 2017.

RESULTS OF THE EGM

The Company held its EGM at No. 154 Jianshe Road, Luoyang, Henan Province, the PRC on 15 November 2017. Poll voting was demanded by the chairman of the EGM in relation to the proposed resolutions as set out in the notice of the EGM dated 29 September 2017 (the “**Notice**”).

As at the date of the EGM, (i) the issued share capital of the Company was RMB985,850,000 comprising 593,910,000 A shares and 391,940,000 H shares and (ii) Shareholders holding a total of 985,850,000 shares of the Company (the “**Shares**”) were entitled to attend and vote for or against the resolutions at the EGM.

There were no Shares of the Company (i) entitling the holder to attend and abstain from voting in favour of; or (ii) of which the holder is required under the Listing Rules to abstain from voting on the resolutions at the EGM. No Shareholders have stated their intention in the Announcements to vote against the resolutions or to abstain from voting at the EGM.

Da Hua Certified Public Accountants (Special General Partnership), certified public accountants in the PRC, was the scrutineer for the vote-taking at the EGM. The shareholder representative of the Company, King & Capital Law Firm, the Company's PRC lawyer, and a staff representative supervisor of the Company were appointed as the counters and scrutineers for the vote-taking at the EGM.

The proposed resolutions as set out in the Notice were duly passed by the Shareholders by way of poll at the EGM and the poll results of the EGM were as follows:

Ordinary Resolutions		Number of Votes (%)		
		For	Against	Abstention
1.	To consider and approve the cessation of appointment of Shine Wing Certified Public Accountants as the Financial Report Auditor and the Internal Control Auditor for the year 2017, and the appointment of Da Hua Certified Public Accountants (Special General Partnership) as the Financial Report Auditor and the Internal Control Auditor for the year 2017, and authorize the Board to decide its remuneration.	453,653,223 Shares (99.9964%)* **	16,400 Shares (0.0036%)* **	0 Share (0%)* **
2.	To consider and approve the annual transaction cap amounts for the years from 2018 to 2020 for the Sales Framework Agreement.	452,957,235 Shares (99.8430%)* **	378,387 Shares (0.0834%)* **	334,001 Shares (0.0736%)* **
3	To consider and approve the annual transaction cap amounts for the years from 2018 to 2020 for the Procurement Framework Agreement.	452,957,235 Shares (99.8430%)* **	378,387 Shares (0.0834%)* **	334,001 Shares (0.0736%)* **

* ** The percentage of voting Shares is based on the total number of Shares with voting rights held by the Shareholders who voted at the EGM in person or by proxy.

By Order of the Board
FIRST TRACTOR COMPANY LIMITED*
YU Lina
Company Secretary

Luoyang, the PRC
15 November 2017

As at the date of this announcement, the Board comprises Mr. Zhao Yanshui (Chairman), Mr. Wang Erlong (vice Chairman) and Mr. Wu Yong as executive Directors; Mr. Li Hepeng, Mr. Xie Donggang, Mr. Li Kai and Mr. Yin Dongfang as non-executive Directors; and Ms. Yang Minli, Mr. Xing Min, Mr. Wu Tak Lung and Mr. Yu Zengbiao as independent non-executive Directors.

** For identification purposes only*