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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 RESULTS OF 2025 SECOND EXTRAORDINARY GENERAL MEETING HELD ON 29 SEPTEMBER 2025; AND ABOLITION OF SUPERVISORY COMMITTEE, AMENDMENT TO ARTICLES OF ASSOCIATION AND RELATED CORPORATE GOVERNANCE POLICIES

The board (the "**Board**") of directors (the "**Director(s)**") 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, accepts responsibility for the truthfulness, accuracy and completeness of the contents contained herein.

References are made to the Company's notice of the 2025 second extraordinary general meeting (the "**EGM**") dated 10 September 2025 (the "**Notice**") and circular dated 10 September 2025 (the "**Circular**"). Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

CONVENING AND ATTENDANCE OF THE EGM

The EGM was held at the Conference Room, No. 154 Jianshe Road, Luoyang, Henan Province, the PRC, on Monday, 29 September 2025. The proposed resolutions set out in the Notice were duly passed by poll at the EGM.

The total number of issued A Shares and H Shares represented by the Shareholders or their proxies who attended and voted on resolutions at the EGM is as follows:

(1)	**Number of Shareholders attending in person or by proxy**		**283**
	Of which:	Number of A Shareholders	282
		Number of holders of foreign shares listed overseas (H Shares)	1
(2)	**Total number of shares carrying voting rights held by Shareholders attending the EGM (Shares)**		**631,327,386**
	Of which:	Total number of shares held by A Shareholders	556,223,674
		Total number of shares held by holders of foreign shares listed overseas (H Shares)	75,103,712
(3)	**Shares carrying voting rights held by Shareholders attending the EGM as a percentage of the total number of shares of the Company carrying voting rights (%)**		**56.186**
	Of which:	Percentage of shares held by A Shareholders to the total number of shares (%)	49.502
		Percentage of shares held by holders of foreign shares listed overseas to the total number of shares (%)	6.684

As at the record date of the EGM (i.e. 29 September 2025), the Company had 1,123,645,275 Shares in issue, divided into 731,705,275 A Shares and 391,940,000 H Shares.

As disclosed in the Circular, no Shareholder was required to abstain from voting on the resolutions set out in the notice of the EGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote on the resolutions at the EGM was 1,123,645,275 Shares.

The Company (i) did not hold any treasury shares, including those held or deposited in the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited, and therefore no voting rights were exercised in respect of any treasury shares at the EGM; and (ii) did not have any repurchased Shares which are pending cancellation and accordingly should be excluded from the total number of issued Shares for the purposes of the EGM.

To the best of the Directors' knowledge, information and belief, there were no Shares entitling the holders thereof to attend and abstain from voting in favor of the resolutions or to abstain from voting at the EGM and no Shareholders have indicated their intention to vote against the resolutions or to abstain from voting at the EGM.

The EGM was convened by the Board of the Company. Mr. Zhao Weilin, chairman of the Board, acted as the chairman of and presided over the EGM. A combination of live voting and online voting procedures was adopted for the EGM, which is in compliance with the requirements of the Company Law of the PRC and the Articles of Association.

All Directors, Supervisors and the secretary to the Board of the Company attended the EGM either in person or by electronic means, except for Mr. Wei Tao and Mr. Li Peng.

ShineWing Certified Public Accountants LLP (Special General Partnership), certified public accountants in the PRC, was the scrutineer for the vote-taking at the EGM. A shareholder representative of the Company, Zhong Lun Law Firm, the Company's PRC legal counsel, and a supervisor of the Company were appointed as the counters and scrutineers for the vote-taking at the EGM.

POLL RESULTS OF THE EGM

The poll results of the EGM are as follows:

1. Resolution in relation to the abolition of supervisory committee and amendments to the Articles of Association

Shareholder category	For		Against		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	552,518,485	87.517	3,642,689	0.577	62,500	0.010
H Share	75,103,712	11.896	0	0	0	0
Total Ordinary Shares:	627,622,197	99.413	3,642,689	0.577	62,500	0.010

2. Resolution in relation to the amendments to the Rules of Procedures for General Meetings

Shareholder category	For		Against		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	552,535,185	87.520	3,602,789	0.571	85,700	0.013
H Share	75,103,712	11.896	0	0	0	0
Total Ordinary Shares:	627,638,897	99.416	3,602,789	0.571	85,700	0.013

3. Resolution in relation to the amendments to the Rules of Procedures for Board Meetings

Shareholder category	For		Against		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	552,552,985	87.522	3,608,889	0.572	61,800	0.010
H Share	75,103,712	11.896	0	0	0	0
Total Ordinary Shares:	627,656,697	99.418	3,608,889	0.572	61,800	0.010

4.00 To consider and approve the resolution on the amendments to certain corporate governance policies

4.01 Resolution in relation to the amendment to the Administrative Policy on Related Transactions of the Company

Shareholder category	For		Against		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	552,507,685	87.515	3,602,889	0.571	113,100	0.018
H Share	74,797,712	11.848	0	0	306,000	0.048
Total Ordinary Shares:	627,305,397	99.363	3,602,889	0.571	419,100	0.066

4.02 Resolution in relation to the amendments to the Management Policy for Use of Raised Funds of the Company

Shareholder category	For		Against		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	552,486,285	87.512	3,619,389	0.573	118,000	0.019
H Share	75,103,712	11.896	0	0	0	0
Total Ordinary Shares:	627,589,997	99.408	3,619,389	0.573	118,000	0.019

4.03 Resolution in relation to amendments to the Working Policy for Independent Directors of the Company

Shareholder category	For		Against		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	552,502,385	87.514	3,598,089	0.570	123,200	0.020
H Share	75,103,712	11.896	0	0	0	0
Total Ordinary Shares:	627,606,097	99.410	3,598,089	0.570	123,200	0.020

INFORMATION REGARDING VOTING ON THE RESOLUTIONS

As more than two-thirds of the votes were cast in favour of the special resolution numbered 1, such resolution was duly passed at the EGM.

As more than half of the votes were cast in favour of the ordinary resolutions numbered 2 to 3 and 4.01 to 4.03, such resolutions were duly passed at the EGM.

WITNESS BY LAWYERS

Mr. Li Jieli and Mr. Shen Xu from Zhong Lun Law Firm issued a legal opinion (the "**Legal Opinion**") confirming the eligibility of the convenor of the EGM and the eligibility of the Shareholders (or their proxies) attending the EGM. It is also confirmed that the convening of and the procedures for holding the EGM, the voting procedures at the EGM were in compliance with the requirements of relevant laws and the Articles of Association of the Company.

ABOLITION OF SUPERVISORY COMMITTEE, AMENDMENT TO ARTICLES OF ASSOCIATION AND RELATED CORPORATE GOVERNANCE POLICIES

The Board hereby announces that upon approval by the Shareholders at the EGM, the Company has abolished the Supervisory Committee with effect from the conclusion of the EGM. Each of the Supervisors has confirmed that he or she has no disagreement with the Board and the Supervisory Committee in any respect and there are no other matters that need to be brought to the attention of the Shareholders and the Stock Exchange. The Board would like to express its heartfelt gratitude to all the Supervisors for their valuable contributions and services to the Company during their tenures as Supervisors.

The amendment to Articles of Association and related corporate governance policies have been approved by the Shareholders at the EGM and have become effective on 29 September 2025. The full text of the amended Articles of Association will be published on the websites of the Hong Kong Stock Exchange and the Company. Shareholders should be aware that the English version of the Articles of Association is a translation from the Chinese version. In the case of any discrepancy between the two versions, the Chinese version shall prevail.

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

Luoyang, the PRC
29 September 2025

As at the date of this announcement, the Board comprises Mr. Zhao Weilin (Chairman) and Mr. Wei Tao as executive Directors; Mr. Fang Xianfa, Mr. Yang Jianhui and Mr. Miao Yu as non-executive Directors; and Mr. Wang Shumao, Mr. Xu Liyou and Ms. Wong Yee Man as independent non-executive Directors.

* *For identification purposes only*