



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)

Extraordinary General Meeting Reply Slip

To: **First Tractor Company Limited (the "Company")**

I/We (*Note 1*) (Name(s) in Chinese): _____ (Name(s) in English): _____ as shown in the register of members of the Company of _____ is/are the registered holder(s) of (*Note 2*) _____ domestic/H shares of RMB1.00 each in the Company's share capital, intend to attend in person/by a proxy/by proxies the Extraordinary General Meeting of the Company to be held at No. 154, Jianshe Road, Luoyang, Henan Province, the People's Republic of China (the "PRC") on 9 September 2008 (Tuesday) at 9:00 a.m.

Date: _____ 2008

Signature: _____

Notes:

- (1) Please insert full name(s) (both in Chinese and English) and registered address(es) as shown in the register of members of the Company in block capitals.
- (2) Please insert the number and class of shares of the Company registered in your name(s) and delete as appropriate.
- (3) The completed and signed reply slip should be delivered to the Company at its registered address at No. 154, Jianshe Road, Luoyang, Henan Province, the PRC on or before 4:00 p.m. 19 August 2008 (Tuesday). This reply slip may be delivered to the Company by hand, by post (Postal Code: 471004), by cable or by fax (Fax No. (86-379) 6496 7438).

* For identification purpose only