



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) _____ 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 28 January 2011 (Friday) at 9:00 a.m..

Date: _____

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).
- (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., 7 January 2011 (Friday). This reply slip may be delivered to the Company by hand, by post (Postal Code: 471004), by cable or by fax (Fax No. (86379) 6496 7438).

* For identification purposes only