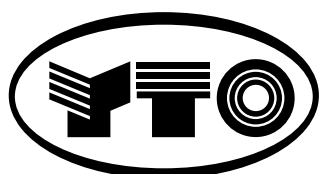


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第一拖拉机股份有限公司
FIRST TRACTOR COMPANY LIMITED*

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

(Stock Code: 0038)

FORMAL WRITTEN APPROVAL FROM THE CSRC FOR THE ISSUE OF A SHARES OF THE COMPANY

This announcement is made pursuant to Rule 13.09 of the Listing Rules.

References are made to the announcements of the Company dated 28 June 2010, 16 August 2010, 27 June 2011, 15 August 2011, 6 January 2012 and 11 January 2012 and the circulars of the Company dated 19 July 2010 and 12 July 2011 (the “**Circulars**”). Unless otherwise indicated, capitalized terms used in this announcement shall have the same meanings as those defined in the Circulars.

The Board is pleased to announce that on 12 July 2012, the Company received the formal written approval from the CSRC for the Issue of A Shares. The Issue of A Shares will comprise the allotment and issue of not more than 150,000,000 A Shares to qualified public investors (except for those prohibited by the PRC laws and regulations and other regulatory requirements to which the Company is subject).

The Company will keep the Shareholders and investors posted of any further development in relation to the Issue of A Shares where appropriate.

By Order of the Board
FIRST TRACTOR COMPANY LIMITED
Zhao Yanshui
Chairman

Luoyang, the PRC
13 July 2012

As at the date of this announcement, Mr. Zhao Yanshui is the Chairman and executive Director of the Company and Mr. Su Weike is the vice Chairman and non-executive Director of the Company. Other members of the Board are, three executive Directors, namely, Ms. Dong Jianhong, Mr. Qu Dawei and Mr. Liu Jiguo; two non-executive Directors, namely, Mr. Yan Linjiao and Mr. Liu Yongle; and four independent non-executive Directors, namely, Mr. Luo Xiwen, Mr. Chan Sau Shan, Gary, Mr. Hong Xianguo and Mr. Zhang Qiusheng.

* *For identification purposes only*