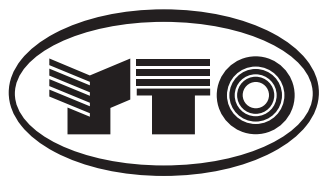


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**第一拖拉机股份有限公司**  
**FIRST TRACTOR COMPANY LIMITED**\*

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

(Stock Code: 0038)

**DELAY IN DESPATCH OF CIRCULAR REGARDING  
CONTINUING CONNECTED TRANSACTIONS**

Reference is made to the announcement of First Tractor Company Limited (the “**Company**”) dated 29 October 2012 regarding the continuing connected transactions of the Company (the “**Announcement**”). Unless otherwise defined, terms used herein shall have the same meanings as those defined in the Announcement.

The Company has indicated in the Announcement that a circular (the “**Circular**”) in relation to, among other things, the continuing connected transactions of the Company would be despatched to the Shareholders on or before 19 November 2012. However, as additional time is required for the Company to finalise certain information to be included in the Circular, the Company expects the date of despatch of the Circular will be delayed to a date falling on or before 28 November 2012.

By Order of the Board  
**First Tractor Company Limited**  
**Yu Lina**  
*Company Secretary*

Luoyang City, Henan Province, the PRC  
19 November 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*