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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)

**APPOINTMENT OF CHAIRMAN, VICE CHAIRMAN,
GENERAL MANAGER,
DEPUTY GENERAL MANAGERS, CHIEF ACCOUNTANT,
SECRETARY TO THE BOARD AND
INVESTOR RELATIONSHIP MANAGER OF THE COMPANY**

The sixth board (the “**Board**”) of directors (the “**Directors**”) of First Tractor Company Limited (“**Company**”) is pleased to announce that Mr. Zhao Yanshui has been appointed as the chairman and general manager of the Company. Mr. Su Weike has been appointed as the vice chairman of the Company. Mr. Lian Guoqing has been appointed as the standing deputy general manager of the Company. Mr. Liu Yao, Mr. Hou Zhiping, Mr. Zhu Weijiang, Mr. Su Wensheng and Mr. Song Yuping have been appointed as the deputy general managers of the Company. Mr. Yao Weidong has been appointed as the chief accountant of the Company. Ms. Yu Lina has been appointed as the secretary to the Board and investor relationship manager (deputy general manager level) of the Company. The term of office of each of the above senior management officers of the Company will be from 20 December 2012 to the expiry of the term of office of the sixth Board.

The biographical details of Mr. Zhao Yanshui, Mr. Lian Guoqing, Mr. Liu Yao, Mr. Hou Zhiping, Mr. Zhu Weijiang, Mr. Su Wensheng, Mr. Song Yuping, Mr. Yao Weidong and Ms. Yu Lina were set out in the announcement of the Company dated 15 November 2012. The biographical detail of Mr. Su Weike was set out in the circular of the Company dated 28 November 2012.

By order of the Board
First Tractor Company Limited
Yu Lina
Company Secretary

Luoyang, the PRC
21 December 2012

As at the date of this announcement, Mr. Zhao Yanshui is the Chairman of the Company and Mr. Su Weike is the vice Chairman of the Company. Other members of the Board are six Directors, namely, Mr. Yan Linjiao, Mr. Guo Zhiqiang, Ms. Dong Jianhong, Mr. Qu Dawei, Mr. Liu Jiguo and Mr. Wu Yong; and four independent non-executive Directors, namely, Mr. Hong Xianguo, Mr. Zhang Qiusheng, Mr. Xing Min and Mr. Wu Tak Lung.

** For identification purposes only*