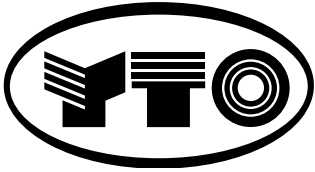


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第一拖拉机股份有限公司*
FIRST TRACTOR COMPANY LIMITED

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

(Stock Code: 0038)

RESIGNATION OF DIRECTORS OF THE COMPANY

This announcement is made pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The board (the “**Board**”) of directors (the “**Directors**”) of First Tractor Company Limited (the “**Company**”) hereby announces that the Company received written resignation reports submitted by Mr. Su Weike and Mr. Qu Dawei, non-executive Directors of the Company, on 10 January 2014. Due to the reason for personal working development, Mr. Su Weike resigned as a non-executive Director, the vice chairman and a member of the Strategic and Investment Committee of the Company, and Mr Qu Dawei resigned as a non-executive Director of the Company, both taking effect from 10 January 2014. In accordance with the relevant provisions under the Company Law of the PRC and the Articles of Association of the Company, the resignation reports of Mr. Su Weike and Mr. Qu Dawei take effect from the date of submission to the Board.

Mr. Su Weike and Mr. Qu Dawei have confirmed that they have no disagreement with the Board and there is no matter with respect to their resignation that needs to be brought to the attention of the shareholders of the Company.

The Company would like to express its appreciation to Mr. Su Weike and Mr. Qu Dawei for their contributions to the development of the Company during their tenure of office.

By Order of the Board
FIRST TRACTOR COMPANY LIMITED
YU Lina
Company Secretary

Luoyang, the PRC
10 January 2014

As at the date of this announcement, Mr. Zhao Yanshui is the Chairman of the Company. Other members of the Board are five Directors, namely, Mr. Wang Erlong, Mr. Yan Linjiao, Mr. Guo Zhiqiang, 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*