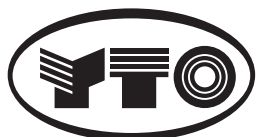


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第一拖拉机股份有限公司*
FIRST TRACTOR COMPANY LIMITED

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

(Stock Code: 0038)

DELAY IN DESPATCH OF CIRCULAR FOR CONTINUING CONNECTED TRANSACTIONS

Reference is made to the announcement (the “**Announcement**”) of First Tractor Company Limited (the “**Company**”) dated 25 August 2015 in relation to the New Agreements and the Deposit Service Agreement. Unless the context requires otherwise, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

As set out in the Announcement, a circular (the “**Circular**”) containing, among other things, (i) the information relating to each of the New Agreements and the Deposit Service Agreement, (ii) the advice from the Independent Board Committee to the Independent Shareholders in respect of the Non-exempt CCT Agreements, (iii) the letter of advice from the Independent Financial Adviser to the Independent Board Committee in respect of the Non-exempt CCT Agreements, and (iv) a notice of the EGM, was expected to be despatched to the Shareholders on or before 16 September 2015. Since additional time is required for the preparation and finalization of certain information to be included in the Circular, it is expected that the dispatch date of the Circular will be postponed to a date falling on or before 13 October 2015.

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

Luoyang, the PRC
15 September 2015

As at the date of this announcement, Mr. Zhao Yanshui is the Chairman of the Company and Mr. Wang Erlong is the vice Chairman of the Company. Other members of the Board are six Directors, namely, Mr. Yan Linjiao, Mr. Wu Zongyan, Mr. Wang Kejun, Mr. Guo Zhiqiang, Mr. Liu Jiguo and Mr. Wu Yong; and four independent nonexecutive Directors, namely, Mr. Hong Xianguo, Mr. Xing Min, Mr. Wu Tak Lung and Mr. Yu Zengbiao.

* *For identification purposes only*