



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)

LIST OF DIRECTORS, THEIR ROLE AND FUNCTION

Members of the board of directors (the “**Board**”) of First Tractor Company Limited (the “**Company**”) are as follows:

Executive Directors:

Mr. Zhao Yanshui (*Chairman*)

Mr. Wang Erlong (*Vice Chairman*)

Mr. Wu Yong

Non-executive Directors:

Mr. Li Hepeng

Mr. Xie Donggang

Mr. Li Kai

Mr. Yin Dongfang

Independent Non-executive Directors:

Ms. Yang Minli

Mr. Xing Min

Mr. Wu Tak Lung

Mr. Yu Zengbiao

The Board has established four special committees. Listed below are the information of the members of each special committee:

Committees	Strategic and Investment Committee	Nomination Committee	Remuneration Committee	Audit Committee
Members of the Board				
Directors				
Mr. Zhao Yanshui (<i>Chairman</i>)	C	M		
Mr. Wang Erlong (<i>Vice Chairman</i>)	M			
Mr. Wu Yong	M			
Non-executive Directors				
Mr. Li Hepeng			M	
Mr. Xie Donggang			M	
Mr. Li Kai	M			
Mr. Yin Dongfang				M
Independent Non-executive Directors:				
Ms. Yang Minli	M	M		
Mr. Xing Min		C	M	
Mr. Wu Tak Lung			M	C
Mr. Yu Zengbiao			C	M

Remarks:

C Chairman of Special Committee

M Member of Special Committee

First Tractor Company Limited
The Board of Directors

Luoyang, the PRC
30 October 2015