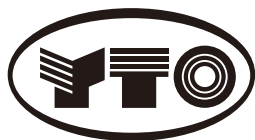


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第一拖拉机股份有限公司
FIRST TRACTOR COMPANY LIMITED*

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

(Stock Code: 0038)

**DELAY IN DESPATCH OF CIRCULAR
AND
POSTPONEMENT OF EGM**

Reference is made to the announcement of First Tractor Company Limited* (the “**Company**”) dated 4 January 2017 (the “**Announcement**”) and the notice of the extraordinary general meeting of the Company (the “**EGM**”) dated 4 January 2017 (the “**Notice**”). Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement.

As disclosed in the Announcement, it was expected that a circular (the “**Circular**”) containing, among other things, (i) details of the proposed Second General Contracting Agreement, (ii) a letter of recommendation from the Independent Board Committee, (iii) a letter of advice from the Independent Financial Adviser, and (iv) a notice of the EGM, would be despatched to the Shareholders on or before 3 February 2017.

The Company wishes to announce that as additional time is required to prepare and finalize the contents of the Circular and the letter of advice from the Independent Financial Adviser therein, the despatch time of the Circular will be delayed and it is expected to be despatched to the Shareholders on or before 15 February 2017. In the circumstances, the EGM, which was initially scheduled to be held at 2:30 p.m. on 21 February 2017, is expected to be postponed to 2:30 p.m. 3 March 2017.

The Company will revise the Notice, the corresponding form of proxy and reply slip (collectively, the “**Meeting Documents**”) for the aforesaid changes in due course and will make further announcement in this regard in accordance with the Listing Rules as and when appropriate. The revised Meeting Documents will be despatched to the Shareholders as soon as practicable.

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

Luoyang, the PRC
3 February 2017

As at the date of this announcement, the Board comprises Mr. Zhao Yanshui (Chairman), Mr. Wang Erlong (vice Chairman) and Mr. Wu Yong as executive Directors; Mr. Li Hepeng, Mr. Xie Donggang, Mr. Li Kai and Mr. Yin Dongfang as non-executive Directors; and Ms. Yang Minli, Mr. Xing Min, Mr. Wu Tak Lung and Mr. Yu Zengbiao as independent non-executive Directors.

* *For identification purposes only*