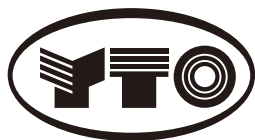


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**第一拖拉机股份有限公司**  
**FIRST TRACTOR COMPANY LIMITED\***

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

(Stock Code: 0038)

## **POSTPONEMENT OF EGM AND CHANGE OF BOOK CLOSURE PERIOD**

Reference is made to the announcement of First Tractor Company Limited\* (the “**Company**”) dated 4 January 2017 (the “**Announcement**”), the announcement of the Company dated 3 February 2017 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.

### **POSTPONEMENT OF EGM**

Since additional time is required to prepare and finalize the contents of the circular in respect of the proposed Second General Contracting Agreement and the letter of advice from the Independent Financial Adviser therein, the despatch time of such circular was delayed. In the circumstances, the Board announces that the EGM, which was initially scheduled to be held at 2:30 p.m. on 21 February 2017, will be postponed to 2:30 p.m. on 3 March 2017. The venue of the EGM will remain unchanged at No. 154 Jianshe Road, Luoyang, Henan Province, the PRC.

## CHANGE OF BOOK CLOSURE PERIOD

The register of members of the H shares of the Company was initially scheduled to be closed from 21 January 2017 to 20 February 2017, both days inclusive, during which no transfer of shares will be registered in order to determine the list of Shareholders for attending the EGM. Due to the postponement of the EGM, the period for closure of the register of members of the H shares of the Company will be extended from 21 January 2017 to 3 March 2017, both days inclusive, during which period no transfer of shares will be registered in order to determine the list of Shareholders for attending the EGM. Shareholders whose names appeared on the register of members of the H shares of the Company on 21 January 2017 or his/her proxy may attend the EGM.

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. The revised Meeting Documents and the circular 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  
15 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*