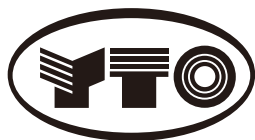


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第一拖拉机股份有限公司
FIRST TRACTOR COMPANY LIMITED*

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

(Stock Code: 0038)

CHANGE OF RECORD DATE FOR DIVIDEND DISTRIBUTION

Reference is made to the announcement of First Tractor Company Limited (the “**Company**”) dated 7 April 2017 in relation to dividend distribution (the “**Announcement**”). Unless otherwise specified, capitalized terms used in this announcement shall have the same meaning as those defined in the Announcement.

As disclosed in the Announcement, the 2016 annual general meeting of the Company (the “**AGM**”) was initially scheduled to be held on 31 May 2017 and the record date for dividend distribution for holders of H shares of the Company was initially scheduled on 12 June 2017, with the H share register of members of the Company to be closed from 7 June 2017 to 12 June 2017, both days inclusive, for distribution of dividend to holders of H shares whose names appear on the H share register of members of the Company on 12 June 2017. The ex-entitlement date was also scheduled on 5 June 2017.

The Company hereby announces that the date of the AGM is now rescheduled to 13 June 2017 and the record date for dividend distribution for holders of H shares of the Company is now changed to 26 June 2017. The Company would also like to clarify that holders of H shares whose names appear on the H share register of members of the Company on 26 June 2017 (instead of 12 June 2016) will be entitled to receive the dividend. In order to determine the list of holders of H shares who are entitled to receive the dividend, the H share register of members of the Company will be closed from 21 June 2017 to 26 June 2017, both days inclusive, during which period no transfer of the Company’s H shares will be effected. All transfers, accompanied by the relevant share certificates, must be lodged for registration with the Company’s H shares registrar and transfer office, Hong Kong Registrars Limited, at Rooms 1712–1716, 17/F, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not later than 4:00 p.m. on 20 June 2017. Therefore, holders of H shares whose names appear on the H share register of members of the Company on 26 June 2017 will be entitled to receive the dividend. Please note that the ex-entitlement date shall be 19 June 2017.

Pursuant to the Corporate Income Tax Law of the PRC and its implementing regulations, which came into force on 1 January 2008, and other relevant rules, the Company is required to withhold corporate income tax at the rate of 10% before distributing the dividend to non-resident enterprise (as defined in the Corporate Income Tax Law of the PRC) shareholders whose names appear on the H share register of members of the Company on 26 June 2017. Any H shares registered in the name of non-individual shareholders, including HKSCC Nominees Limited, other nominees, trustees or other groups and organizations, will be treated as being held by non-resident enterprise shareholders, thus, the Company will distribute the dividend to such non-individual shareholders after withholding the 10% corporate income tax. The individual income tax will not be withheld from the dividend payable to any natural person shareholders whose names appear on the H share register of members of the Company on 26 June 2017.

Any natural person investor whose H shares are registered under the name of any such non-individual shareholders and who does not wish to have any corporate income tax to be withheld by the Company may consider transferring the legal title of the relevant H shares into his or her name, and duly lodge all transfer documents with the relevant H share certificates with the Company's H share registrar for registration. All investors should consider the above contents carefully. The Company will strictly comply with the relevant PRC tax laws and regulations to withhold for payment the 10% corporate income tax, and the dividend will only be payable to the shareholders whose names appear on the H share register of members of the Company on 26 June 2017.

Save for the above, all other information in the Announcement remains unchanged.

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

Luoyang, the PRC
26 April 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*