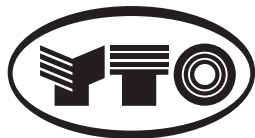


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第一拖拉机股份有限公司
FIRST TRACTOR COMPANY LIMITED*

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

(Stock Code: 0038)

POLL VOTING RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 28 AUGUST 2018

The board (the “**Board**”) of directors (the “**Directors**”) of First Tractor Company Limited* (the “**Company**”) confirms that there are no false representations, misleading statements or material omissions in this announcement, and individually and collectively accept the responsibility for the truthfulness, accuracy and completeness of the contents contained herein.

Unless otherwise indicated, capitalized terms used herein shall have the same meanings as those defined in the circular of the Company (the “**Circular**”) dated 10 August 2018.

RESULTS OF THE EGM

The Company held its EGM at No. 154 Jianshe Road, Luoyang, Henan Province, the PRC on 28 August 2018. Poll voting was demanded by the chairman of the EGM in relation to the proposed resolutions as set out in the notice of the EGM dated 12 July 2018 (the “**Notice**”) and the supplemental notice of the EGM dated 10 August 2018 (the “**Supplemental Notice**”).

As at the date of the EGM, (i) the issued share capital of the Company was RMB985,850,000 comprising 593,910,000 A shares and 391,940,000 H shares and (ii) Shareholders holding a total of 985,850,000 shares of the Company (the “**Shares**”) were entitled to attend and vote for or against the resolutions at the EGM.

There were no Shares of the Company (i) entitling the holder to attend and abstain from voting in favour of; or (ii) of which the holder is required under the Listing Rules to abstain from voting on the resolutions at the EGM. No Shareholders have stated their intention in the Circular to vote against the resolutions or to abstain from voting at the EGM.

Da Hua Certified Public Accountants (Special General Partnership), certified public accountants in the PRC, was the scrutineer for the vote-taking at the EGM. The shareholder representative of the Company, King & Capital Law Firm, the Company's PRC lawyer, and a supervisor of the Company were appointed as the counters and scrutineers for the vote-taking at the EGM.

The proposed resolutions as set out in the Notice and the Supplemental Notice were duly passed by the Shareholders by way of poll at the EGM and the poll results of the EGM were as follows:

Ordinary Resolution		Number of Votes (%)		
		For	Against	Abstention
1.	To consider and approve the proposed amendments to the Rules of Procedures for Board Meetings of the Company.	444,904,065 Shares (95.0766%)* **	23,038,559 Shares (4.9234%)* **	0 Share (0%)* **

Special Resolutions		Number of Votes (%)		
		For	Against	Abstention
1.	To approve and confirm the proposed amendments to the Articles of Association of the Company, and to authorise the Board to revise the wordings of such amendments as appropriate (no approval from the Shareholders is required for such revision), and execute relevant documents and/or take all relevant actions as it considers necessary or expedient and in the interest of the Company to effect the proposed amendment, to comply with the PRC laws and regulations and meet the requirements of the relevant regulatory authorities of the PRC (if any); and deal with other matters arising from the amendments to the Articles of Association of the Company.	444,902,065 Shares (95.0766%)* **	23,038,559 Shares (4.9234%)* **	0 Share (0%)* **

Special Resolutions		Number of Votes (%)		
		For	Against	Abstention
2.	To approve and confirm the merger and absorption by the Company of its wholly-owned subsidiary, Luoyang Changhong Trading Co., Ltd.*	467,691,624 Shares (99.9951%)*	23,000 Shares (0.0049%)*	0 Share (0%)*

*** The percentage of voting Shares is based on the total number of Shares with voting rights held by the Shareholders who voted at the EGM in person or by proxy. The percentage of voting Shares above is rounded up to the fourth decimal place.

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

Luoyang, the PRC
28 August 2018

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*