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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)

ANNOUNCEMENT ON AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF THE COMPANY

According to the operational development needs and the requirements for compliance operation of listed companies, at the twenty-ninth meeting of the eight session of the board of directors of First Tractor Company Limited* (the “**Company**”), the “Resolution on Amendments to the Articles of Association of the Company” was considered and approved. The details of the amendments to the Articles of Association of the Company are as follows:

| Prior to the amendments | After the amendments |
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| <p>Article 16 The scope of business of the Company shall be subject to the approval of the relevant administrations items authorized by the company registration authority.</p> <p>Upon registration as stipulated by laws, the scope of business of the Company includes: design, manufacture, sales and services in relation to agricultural machinery products such as tractors, harvesters and farm equipment and implement, and series products such as diesel engines, mobile power stations, electric generating sets, forklift trucks, casting parts and spare parts, as well as research and development of technologies, transfer, contracting and consultation services in relation to tractors and construction machineries; engaging in the imports and exports of self-manufacturing products of the Company (including the corporate members of the Company) and related technologies, except the products or technologies which are restricted to be exclusively engaged by the Company or prohibited for imports and exports by the State (For products which are subject to quota permit and specific regulations, relevant requirements of the State shall be followed).</p> | <p>Article 16 The scope of business of the Company shall be subject to the approval of the relevant administrations items authorized by the company registration authority.</p> <p>Upon registration as stipulated by laws, the scope of business of the Company includes: <u>general items: manufacturing of tractors; sales of agricultural machinery; manufacturing of agricultural machinery; sales of machinery and equipment; research and development of machinery and equipment; manufacturing of general equipment (excluding manufacturing of special equipment); manufacturing of electric generators and electric generating sets; sales of electric generators and electric generating sets; sales of special equipment; casting of ferrous metals; sales of high-quality special steel materials; manufacturing of forgings and powder metallurgy products; sales of forgings and powder metallurgy products; manufacturing of machinery parts for agriculture, forestry, animal husbandry and fishery; sales of machinery parts for agriculture, forestry, animal husbandry and fishery; technical services, technology development, technical consultation, technology exchanges, technology transfer and technology promotion; manufacturing of navigational, surveying and mapping, meteorological and marine special instruments; sales of navigational, surveying and mapping, meteorological and marine special instruments; software development; information systems integration services. Licensed items: manufacturing of special equipment; import and export of goods; import and export of technology.</u></p> |

| Prior to the amendments | After the amendments |
|--|---|
| <p>Article 137 The Board of the Company shall establish four special committees, such as the strategic and investment committee, audit committee, nomination committee and remuneration committee. Each special committee shall be accountable to the Board and perform the duties prescribed by the Articles of Association and the Board. Any proposals of the audit committee shall be submitted to the Board for consideration and approval. All member of the special committees shall be directors, among which, the majority of the members of the audit committee, the nomination committee and the remuneration committee shall be independent directors who also convene the meeting of such committees. The convener of the audit committee shall be an accounting professional. The Board is responsible for formulating working rules, to standardize the operation of the special committees.</p> | <p>Article 137 The Board of the Company shall establish <u>the audit committee</u> and shall, as needed, establish <u>relevant special committees such as the strategic committee, the nomination committee and the remuneration committee.</u> Each special committee shall be accountable to the Board and perform the duties prescribed by the Articles of Association and the Board. Any proposals of the audit committee shall be submitted to the Board for consideration and approval. All member of the special committees shall be directors, among which, the majority of the members of the <u>audit committee, the nomination committee and the remuneration committee</u> shall be independent directors who also convene the meeting of such committees. The convener of the <u>audit committee</u> shall be an accounting professional. The Board is responsible for <u>determining the names of special committees and their establishment and all other matters, and for</u> formulating working rules, to standardize the operation of the special committees.</p> |

Save for the above amendments, the other provisions of the Articles of Association of the Company shall remain unchanged.

The amendments to the Articles of Association of the Company are subject to the consideration and approval at the general meeting of the Company.

The Company will convene the annual general meeting for the purpose of, among other things, seeking the shareholders' approval of a resolution on the amendments to the Articles of Association of the Company. The notice of the annual general meeting has been despatched to the shareholders on 23 April 2021. A supplemental circular containing, among other things, details of the approval of the amendments to the Articles of Association of the Company, and a supplemental notice of the annual general meeting containing, among other things, the proposed resolution on the approval of the amendments to the Articles of Association of the Company will be despatched to shareholders on or before 20 May 2021.

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

Luoyang, the PRC
13 May 2021

As at the date of this announcement, the Board comprises Mr. Li Xiaoyu (Chairman), Mr. Cai Jibo (vice Chairman) and Mr. Liu Jiguo as executive Directors; Mr. Li Hepeng, Mr. Xie Donggang and Mr. Zhou Honghai as non-executive Directors; and Ms. Yang Minli, Ms. Wang Yuru and Mr. Edmund Sit as independent non-executive Directors.

* *For identification purposes only*