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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 13 APRIL 2022

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 announcement of the Company dated 3 March 2022, the circular of the Company (the “**Circular**”) dated 18 March 2022 and the Notice of EGM of the Company (the “**Notice**”) dated 18 March 2022.

CONVENING AND ATTENDANCE OF THE EGM

The EGM was held at No. 154 Jianshe Road, Luoyang, Henan Province, the PRC, on Wednesday, 13 April 2022. All the proposed resolutions set out in the Notice were duly passed by way of poll at the EGM.

The total number of issued Shares, A Shares and H Shares entitling the holders to attend and vote on resolutions at the EGM are as follows:

(1) The number of Shareholders attending in person or by proxy	13
Including: the number of A Shareholders	12
the number of holders of foreign shares listed overseas (H shares)	1

(2) The total number of shares carrying voting rights held by Shareholders attending the EGM (shares)	579,403,556
Including: the total number of shares held by A Shareholders	551,811,640
the total number of shares held by holders of foreign shares listed overseas (H shares)	27,591,916
(3) The number of shares carrying voting rights held by Shareholders attending the EGM as a percentage of the total number of shares of the Company carrying voting rights (%)	51.565
Including: the number of shares held by A Shareholders as a percentage of the total number of shares (%)	49.109
the number of shares held by holders of foreign shares listed overseas as a percentage of the total number of shares (%)	2.456

As at the date of the EGM, the Company had in issue 1,123,645,275 Shares, divided into 731,705,275 A Shares and 391,940,000 H Shares. As disclosed in the Circular, YTO and its associates (holding in aggregate 548,485,853 A Shares) were required to abstain and have abstained from voting on Resolution No. 3 at the EGM.

Save as disclosed above, there were no Shares entitling the holders thereof to attend and abstain from voting in favour or abstain from voting at the EGM, and no Shareholders have stated their intention in the Circular to vote against the resolutions or to abstain from voting at the EGM.

The EGM was convened by the board of directors of the Company. The board of directors has unanimously agreed to recommend a director, Liu Jiguo, acting as Chairman and presiding over the EGM since the Chairman of the Board, Mr. Li Xiaoyu, could not attend the EGM for work reasons. A combination of live voting and online voting procedures was adopted for the EGM, which is in compliance with the requirements of the Company Law of the PRC, the Articles of Association and the Hong Kong Listing Rules.

Some directors, supervisors and secretary to the Board of the Company attended the EGM and some members of senior management were also present at the EGM.

Henan Liaowang Certified Public Accountants* (General Partnership) (河南燎旺會計師事務所(普通合夥)), certified public accountants in the PRC, was the scrutineer for the vote-taking at the EGM. The shareholder representative of the Company, Zhong Lun 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.

POLL RESULTS OF THE EGM

A. Resolutions approved by way of non-cumulative voting

1. Resolution regarding the amendments to the Articles of Association of the Company

Shareholder category	For		Against		Abstention	
	Number of votes	Percentage (%)	Number of Votes	Percentage (%)	Number of votes	Percentage (%)
A Share	551,728,140	95.2235	82,800	0.0143	700	0.0001
H Share	27,591,916	4.7621	0	0.0000	0	0.0000
Total:	579,320,056	99.9856	82,800	0.0143	700	0.0001

2. Resolution regarding the amendments to the Rules of Procedure of the Board Meetings of the Company

Shareholder category	For		Against		Abstention	
	Number of votes	Percentage (%)	Number of Votes	Percentage (%)	Number of votes	Percentage (%)
A Share	551,728,140	95.2235	82,800	0.0143	700	0.0001
H Share	27,591,916	4.7621	0	0.0000	0	0.0000
Total:	579,320,056	99.9856	82,800	0.0143	700	0.0001

3. Resolution regarding the increase in the cap amount of the Energy Procurement Agreement for 2022 to 2024 between the Company and YTO Group Corporation Limited

Shareholder category	For		Against		Abstention	
	Number of votes	Percentage (%)	Number of Votes	Percentage (%)	Number of votes	Percentage (%)
A Share	3,242,287	10.4868	82,800	0.2678	700	0.0023
H Share	27,591,916	89.2431	0	0.0000	0	0.0000
Total:	30,834,203	99.7299	82,800	0.2678	700	0.0023

4. Resolution regarding the amendments to the Decision Making Principles on Investments and Operation of the Company

Shareholder category	For		Against		Abstention	
	Number of votes	Percentage (%)	Number of Votes	Percentage (%)	Number of votes	Percentage (%)
A Share	551,728,140	95.2235	82,800	0.0143	700	0.0001
H Share	27,591,916	4.7621	0	0.0000	0	0.0000
Total:	579,320,056	99.9856	82,800	0.0143	700	0.0001

5. Remuneration plan for the Directors of the ninth session of the board of Directors and Supervisors of the board of Supervisors of the Company

Shareholder category	For		Against		Abstention	
	Number of votes	Percentage (%)	Number of Votes	Percentage (%)	Number of votes	Percentage (%)
A Share	551,728,140	95.2235	82,800	0.0143	700	0.0001
H Share	27,591,916	4.7621	0	0.0000	0	0.0000
Total:	579,320,056	99.9856	82,800	0.0143	700	0.0001

B. Resolutions approved by way of cumulative voting

6.00 Resolutions regarding the Election of non-independent Directors of the ninth session of the board of Directors of the Company (4 Directors are elected)

No.	Resolution	Number of Votes	Percentage (%)	Elected (Y/N)
6.01	To elect Liu Jiguo as a non-independent Director of the ninth session of the board of Directors of the Company for a term of office from 13 April 2022 to 12 April 2025	578,506,561	99.8452	Y
6.02	To elect Zhang Zhiyu as a non-independent Director of the ninth session of the board of Directors of the Company for a term of office from 13 April 2022 to 12 April 2025	579,282,561	99.9791	Y
6.03	To elect Fang Xianfa as a non-independent Director of the ninth session of the board of Directors of the Company for a term of office from 13 April 2022 to 12 April 2025	579,282,560	99.9791	Y
6.04	To elect Ma Zihui as a non-independent Director of the ninth session of the board of Directors of the Company for a term of office from 13 April 2022 to 12 April 2025	579,282,561	99.9791	Y

7.00 Resolutions regarding the election of independent Directors of the ninth session of the board of Directors of the Company (3 independent Directors are elected)

No.	Resolution	Number of Votes	Percentage (%)	Elected (Y/N)
7.01	To elect Edmund Sit as an independent non-executive Director of the ninth session of the board of Directors of the Company for a term of office from 13 April 2022 to 12 April 2025	577,182,441	99.6167	Y
7.02	To elect Wang Shumao as an independent non-executive Director of the ninth session of the board of Directors of the Company for a term of office from 13 April 2022 to 12 April 2025	579,316,561	99.9850	Y

No.	Resolution	Number of Votes	Percentage (%)	Elected (Y/N)
7.03	To elect Xu Liyou as an independent non-executive Director of the ninth session of the board of Directors of the Company for a term of office from 13 April 2022 to 12 April 2025	579,316,561	99.9850	Y

8.00 Resolution regarding the election of non-staff representative Supervisors of the ninth session of the board of Supervisors of the Company (3 Supervisors are elected)

No.	Resolution	Number of Votes	Percentage (%)	Elected (Y/N)
8.01	To elect Yang Yu as a non-staff representative Supervisor of the ninth session of the board of Supervisors of the Company for a term of office from 13 April 2022 to 12 April 2025	579,316,561	99.9850	Y
8.02	To elect Gu Aiqin as a non-staff representative Supervisor of the ninth session of the board of Supervisors of the Company for a term of office from 13 April 2022 to 12 April 2025	579,144,561	99.9553	Y
8.03	To elect Xiao Bin as a non-staff representative Supervisor of the ninth session of the board of Supervisors of the Company for a term of office from 13 April 2022 to 12 April 2025	579,144,561	99.9553	Y

INFORMATION REGARDING VOTING ON THE RESOLUTIONS

Resolution No. 1 of the EGM is a special resolution and was approved by votes representing more than two thirds of the voting rights held by Shareholders (and their authorized proxies) with voting rights who attended the EGM. All other resolutions of the EGM are ordinary resolutions and were approved by votes representing more than half of the voting rights held by Shareholders (and their authorized proxies) with voting rights who attended the EGM.

YTO and its associates, in aggregate holding 548,485,853 A Shares, were required to and have abstained from voting on Resolution No. 3 at the EGM.

WITNESS BY LAWYERS

Mr. Shen Xu and Mr. Liu Chuanpeng from Zhong Lun Law Firm issued a legal opinion (the “**Legal Opinion**”) confirming the eligibility of the convenor of the EGM and the eligibility of the shareholders (or their proxies) attending the EGM. It is also confirmed that the convening of and the procedures for holding the EGM, the voting procedures at the EGM were in compliance with the requirements of relevant laws and the Articles of Association of the Company.

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

Luoyang, the PRC
13 April 2022

As at the date of this announcement, the Board comprises Mr. Liu Jiguo (Chairman) as executive Director; Mr. Zhang Zhiyu, Mr. Fang Xianfa and Mr. Ma Zhihui as non-executive Directors; and Mr. Edmund Sit, Mr. Wang Shumao and Mr. Xu Liyou as independent non-executive Directors.

* *For identification purposes only*