

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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 12 OCTOBER 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, capitalised terms used herein shall have the same meanings as those defined in the Notice of 2022 Third Extraordinary General Meeting (the “**EGM**”) of the Company (the “**Notice of EGM**”) dated 16 September 2022.

CONVENING AND ATTENDANCE OF THE EGM

The EGM was held at No.154 Jianshe Road, Luoyang, Henan Province, the PRC, on Wednesday, 12 October 2022. The proposed resolution set out in the Notice of EGM was 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	5
Including: the number of A shareholders	4
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)	582,585,044
Including: the total number of A Shares	551,351,640
the total number of H Shares	31,233,404
(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 (%)	51.85
Including: the number of A Shares as a percentage of the total number of Shares (%)	49.07
the number of H Shares as a percentage of the total number of Shares (%)	2.78

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. 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 to vote against the resolutions or to abstain from voting at the EGM.

The EGM was convened by the Board of the Company. 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 of the Company, the Listing Rules of The Stock Exchange of Hong Kong Limited and the Listing Rules of Shanghai Stock Exchange. Mr. Liu Jiguo, the chairman of the Board chaired the EGM.

Save for Mr. Li Peng and Mr. Yang Kun, being the supervisors of the Company, all of the Directors, other supervisors of the Company and secretary of the Board attended the EGM in person or by electronic means.

Da Hua Certified Public Accountants (Special General Partnership) (大華會計師事務所(特殊普通合夥)), certified public accountants in the PRC, was the scrutineer for the vote-taking at the EGM. The shareholder representative of the Company, the Company's PRC lawyer from Zhong Lun Law Firm, 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

1. Proposal regarding the absorption and merger of YTO Shunxing (Luoyang) Spare Parts Co., Ltd.

Shareholder category	For		Against		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	551,351,640	94.64	0	0	0	0
H Share	30,789,404	5.28	0	0	444,000	0.08
Total:	582,141,044	99.92	0	0	444,000	0.08

INFORMATION REGARDING VOTING ON THE RESOLUTIONS

The resolution of the EGM is special resolution and was approved by votes representing more than two thirds of the voting rights held by Shareholders (and their authorised proxies) with voting rights who attended the EGM.

WITNESS BY LAWYERS

Mr. Liu Chuanpeng and Mr. Zhou Xingyin 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
12 October 2022

As at the date of this notice, 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*