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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 NOVEMBER 2022

The board (the “**Board**”) of directors (“**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 circular of the Company (the “**Circular**”) dated 8 November 2022 and the Notice of 2022 Fourth Extraordinary General Meeting (the “**EGM**” or “**Extraordinary General Meeting**”) dated 8 November 2022 (the “**Notice of EGM**”).

CONVENING AND ATTENDANCE OF THE EGM

The EGM was held at No.154 Jianshe Road, Luoyang, Henan Province, the PRC, on Monday, 28 November 2022. The proposed resolutions set out in the Notice of EGM 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	8
Including:	
the number of A shareholders	7
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)	595,318,106
Including:	
the total number of A Shares	559,606,396
the total number of H Shares	35,711,710
(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 (%)	52.98
Including:	
the number of A Shares as a percentage of the total number of Shares (%)	49.80
the number of H Shares as a percentage of the total number of Shares (%)	3.18

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 resolutions numbered 1.01 and 1.02 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 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 Hong Kong Listing Rules and the Shanghai Listing Rules. Mr. Liu Jiguo, the chairman of the Board chaired the EGM.

All Directors and all supervisors of the Company and the secretary of the Board attended the EGM in person or by electronic means.

ShineWing Certified Public Accountants (Special General Partnership) 信永中和會計師事務所(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

1.0 The resolution regarding the increase in the cap amounts for 2022 under the Material Procurement Agreement and the Composite Services Agreement between the Company and YTO Group Corporation

1.01 Increase the cap amount for 2022 under the Material Procurement Agreement

Shareholder category	For		Against		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	11,084,443	23.6684	0	0.0000	36,100	0.0771
H Share	35,711,710	76.2545	0	0.0000	0	0.0000
Total:	46,796,153	99.9229	0	0.0000	36,100	0.0771

1.02 Increase the cap amount for 2022 under the Composite Services Agreement

Shareholder category	For		Against		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	11,084,443	23.6684	0	0.0000	36,100	0.0771
H Share	35,711,710	76.2545	0	0.0000	0	0.0000
Total:	46,796,153	99.9229	0	0.0000	36,100	0.0771

2 The resolution regarding the change of the Company's financial auditor and internal control auditor for 2022

Shareholder category	For		Against		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	559,565,796	93.9944	4,500	0.0007	36,100	0.0061
H Share	35,711,710	5.9988	0	0.0000	0	0.0000
Total:	595,277,506	99.9932	4,500	0.0007	36,100	0.0061

3 The resolution regarding the election of Director of the Company

Shareholder category	For		Against		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	559,565,796	93.9944	4,500	0.0007	36,100	0.0061
H Share	35,451,716	5.9551	259,994	0.0437	0	0.0000
Total:	595,017,512	99.9495	264,494	0.0444	36,100	0.0061

INFORMATION REGARDING VOTING ON THE RESOLUTIONS

All 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 authorised proxies) with voting rights who attended the EGM.

YTO and its associates, in aggregate holding in aggregate 548,485,853 A Shares were required to and have abstained from voting on resolutions numbered 1.01 and 1.02 at 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
28 November 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. Zhang Bin as non-executive Directors; and Mr. Edmund Sit, Mr. Wang Shumao and Mr. Xu Liyou as independent non-executive Directors.

* *For identification purposes only*