

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

(Stock Code: 0038)

Extraordinary General Meeting Reply Slip

To: First Tractor Company Limited* (the "Company")

I/We ^(Note 1) (Name(s) in Chinese): _____ (Name(s) in English): _____ as shown in the register of members of the Company of ______

is/are the registered holder(s) of ^(Note 2) _______ shares of RMB1.00 each in the Company's share capital, intend to attend in person/by a proxy/by proxies the Extraordinary General Meeting of the Company to be held at No. 154 Jianshe Road, Luoyang, Henan Province, the People's Republic of China (the "**PRC**") on 29 October 2015 (Thursday) at 2:30 p.m..

Date:

Signature:

Notes:

⁽¹⁾ Please insert full name(s) (both in Chinese and English) and registered address(es) as shown in the register of members of the Company in block capitals.

⁽²⁾ Please insert the number and class of shares of the Company registered in your name(s).

⁽³⁾ The completed and signed reply slip should be delivered to the Company at its registered address at No.154 Jianshe Road, Luoyang, Henan Province, the PRC on or before 4:00 p.m., 8 October 2015 (Thursday). This reply slip may be delivered to the Company by hand, by post (Postal Code: 471004), or by fax (Fax No. (86379) 6496 7438).

^{*} For identification purposes only