Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :   <u>**29 February 2012**</u>

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer   <u>First Tractor Company Limited</u>
Date Submitted   <u>2 March 2012</u>

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code :   38   Description :   H Shares

	No. of ordinary shares	Par value *(State currency)*	Authorised share capital *(State currency)*
Balance at close of preceding month	401,990,000	RMB1	RMB401,990,000
Increase/(decrease)	Nil		Nil
Balance at close of the month	401,990,000	RMB1	RMB401,990,000

(2) Stock code :   N/A   Description :   Domestic Shares

	No. of ordinary shares	Par value *(State currency)*	Authorised share capital *(State currency)*
Balance at close of preceding month	443,910,000	RMB1	RMB443,910,000
Increase/(decrease)	Nil		Nil
Balance at close of the month	443,910,000	RMB1	RMB443,910,000

2. Preference Shares

Stock code :	Description :		
	No. of preference shares	Par value *(State currency)*	Authorised share capital *(State currency)*
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

3. Other Classes of Shares

Stock code :	Description :		
	No. of other classes of shares	Par value *(RMB)*	Authorised share capital *(RMB)*
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

Total authorised share capital at the end of the month *(RMB)* :   845,900,000

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	401,990,000	443,910,000	N/A	N/A
Increase/ (decrease) during the month	Nil	Nil	Nil	Nil
Balance at close of the month	401,990,000	443,910,000	N/A	N/A

III. Details of Movements in Issued Share Capital **(Not Applicable)**

Share Options (under Share Option Schemes of the Issuer) **(Not Applicable)**

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during the month				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Granted	Exercised	Cancelled	Lapsed		
1. _____ _____ _____ (/ /) shares *(Note 1)*						
2. _____ _____ _____ (/ /) shares *(Note 1)*						
3. _____ _____ _____ (/ /) shares *(Note 1)*						
Total A. (Ordinary shares) _____ (Preference shares) _____ (Other class) _____						
Total funds raised during the month from exercise of options (State currency) _____						

Warrants to Issue Shares of the Issuer which are to be Listed **(Not Applicable)**

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1.						
(/ /)						
Stock code (if listed) Class of shares issuable *(Note 1)* Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
2.						
(/ /)						
Stock code (if listed) Class of shares issuable *(Note 1)* Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3.						
(/ /)						
Stock code (if listed) Class of shares issuable *(Note 1)* Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
4.						
(/ /)						
Stock code (if listed) Class of shares issuable *(Note 1)* Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					

Total B.   (Ordinary shares) _____
(Preference shares) _____
(Other class) _____

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed) **(Not Applicable)**

Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. _____						
_____						
_____						
Stock code (if listed) _____						
Class of shares issuable *(Note 1)* _____						
Subscription price _____						
EGM approval date (if applicable) (dd/mm/yyyy)) (/ /)						
2. _____						
_____						
_____						
Stock code (if listed) _____						
Class of shares issuable *(Note 1)* _____						
Subscription price _____						
EGM approval date (if applicable) (dd/mm/yyyy) (/ /)						
3. _____						
_____						
_____						
Stock code (if listed) _____						
Class of shares issuable *(Note 1)* _____						
Subscription price _____						
EGM approval date (if applicable) (dd/mm/yyyy) (/ /)						
4. _____						
_____						
_____						
Stock code (if listed) _____						
Class of shares issuable *(Note 1)* _____						
Subscription price _____						
EGM approval date (if applicable) (dd/mm/yyyy) (/ /)						

Total C. (Ordinary shares) _____
(Preference shares) _____
(Other class) _____

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes) **(Not Applicable)**

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. _____ _____ _____ _____ (/ /) _____ shares *(Note 1)*		
2. _____ _____ _____ _____ (/ /) _____ shares *(Note 1)*		
3. _____ _____ _____ _____ (/ /) _____ shares *(Note 1)*		
Total D. (Ordinary shares)		
(Preference shares)		
(Other class)		

Other Movements in Issued Share Capital

Type of Issue			No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Rights issue	At price : State currency ———	Class of shares issuable ——— *(Note 1)* Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	Nil	Nil
2. Open offer	At price : State currency ———	Class of shares issuable ——— *(Note 1)* Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	Nil	Nil
3. Placing	At price : State currency ———	Class of shares issuable ——— *(Note 1)* Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	Nil	Nil
4. Bonus issue		Class of shares issuable ——— *(Note 1)* Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	Nil	Nil

Type of Issue		No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
5. Scrip dividend At price : State currency ———	Class of shares issuable *(Note 1)* ——— Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)		
		Nil	Nil
6. Repurchase of shares	Class of shares repurchased *(Note 1)* ——— Cancellation date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)		
		Nil	Nil
7. Redemption of shares	Class of shares redeemed *(Note 1)* ——— Redemption date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)		
		Nil	Nil
8. Consideration issue At price : State currency ———	Class of shares issuable *(Note 1)* ——— Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)		
		Nil	Nil

Type of Issue		No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
9. Capital reorganisation	Class of shares issuable ———— *(Note 1)*		
	Issue and allotment date : (dd/mm/yyyy) (/ /)		
	EGM approval date: (dd/mm/yyyy) (/ /)		
		Nil	Nil
10. Other (Please specify)	At price : State currency ———— Class of shares issuable ———— *(Note 1)*		
	Issue and allotment date : (dd/mm/yyyy) (/ /)		
	EGM approval date: (dd/mm/yyyy) (/ /)		
		Nil	Nil
	Total E. (Ordinary shares)	**N/A**	
	(Preference shares)	**N/A**	
	(Other class)	**N/A**	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	N/A
	(2)	N/A
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		N/A
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		N/A
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)		

Remarks (if any):

Submitted by: Yu Lina

Title: Secretary
(Director, Secretary or other duly authorised officer)

Notes :

1.   State the class of shares (e.g. ordinary, preference or other).

2.   If there is insufficient space, please append the prescribed continuation sheet.