



## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30 April 2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer First Tractor Company Limited

Date Submitted 4 May 2012

### I. Movements in Authorised Share Capital

#### 1. Ordinary Shares

(1) Stock code : 38 Description : H Shares

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

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

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

## 2. Preference Shares

|                                     |                          |                               |                                              |
|-------------------------------------|--------------------------|-------------------------------|----------------------------------------------|
| Stock code :                        | Description :            |                               |                                              |
|                                     | No. of preference shares | Par value<br>(State currency) | Authorised share capital<br>(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<br>(RMB) | Authorised share capital<br>(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<br>(Date of expiry - dd/mm/yyyy) | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|----------------------------------------------------------|---------------------------------|-------------------------------------------------|----------------------------------|-------------------------------------------|----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|
| 1.                                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| (   /   /   )                                            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Stock code (if listed)                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Subscription price                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)                     |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| (dd/mm/yyyy)                                             | (   /   /   )                   |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| 2.                                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| (   /   /   )                                            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Stock code (if listed)                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Subscription price                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)                     |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| (dd/mm/yyyy)                                             | (   /   /   )                   |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| 3.                                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| (   /   /   )                                            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Stock code (if listed)                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Subscription price                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| EGM approval date<br>(if applicable)                     |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| (dd/mm/yyyy)                                             | (   /   /   )                   |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| 4.                                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| (   /   /   )                                            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Stock code (if listed)                                   |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| Subscription price                                       |                                 |                                                 |                                  |                                           |                                                                                        |                                                                                                                |
| EGM approval date<br>(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 ( <i>Note 1</i> )     |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                                  |                              |                                                                      |                                                                                           |
| 2.                                             |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                                  |                              |                                                                      |                                                                                           |
| 3.                                             |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| Subscription price                             |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                                  |                              |                                                                      |                                                                                           |
| 4.                                             |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| _____                                          |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| Stock code (if listed)                         |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                                  |                              |                                                                      |                                                                                           |
| 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. _____<br>_____<br>_____<br>_____<br>(   /   /   )<br>shares ( <i>Note 1</i> )                                                     |                                                                      |                                                                                           |
| 2. _____<br>_____<br>_____<br>_____<br>(   /   /   )<br>shares ( <i>Note 1</i> )                                                     |                                                                      |                                                                                           |
| 3. _____<br>_____<br>_____<br>_____<br>(   /   /   )<br>shares ( <i>Note 1</i> )                                                     |                                                                      |                                                                                           |
| <div>Total D.    (Ordinary shares)</div> <div>                  (Preference shares)</div> <div>                  (Other class)</div> |                                                                      |                                                                                           |

## 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 _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | Nil                                                                  | Nil                                                                                       |
| 2. Open offer   | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | Nil                                                                  | Nil                                                                                       |
| 3. Placing      | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | Nil                                                                  | Nil                                                                                       |
| 4. Bonus issue  |                                 | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) ( / / )<br><br>EGM approval date: (dd/mm/yyyy) ( / / ) | Nil                                                                  | Nil                                                                                       |

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

## For Main Board and GEM listed issuers

|                            |                                            |                                            |  | For Main Board and GEM listed issuers                                |                                                                                           |  |
|----------------------------|--------------------------------------------|--------------------------------------------|--|----------------------------------------------------------------------|-------------------------------------------------------------------------------------------|--|
| 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 _____<br>(Note 1) |                                            |  |                                                                      |                                                                                           |  |
|                            | Issue and allotment date : (dd/mm/yyyy)    |                                            |  | (   /   /   )                                                        |                                                                                           |  |
|                            | EGM approval date: (dd/mm/yyyy)            |                                            |  | (   /   /   )                                                        |                                                                                           |  |
|                            |                                            |                                            |  | <u>Nil</u>                                                           | <u>Nil</u>                                                                                |  |
| 10. Other (Please specify) | At price : State currency _____            | Class of shares issuable _____<br>(Note 1) |  |                                                                      |                                                                                           |  |
|                            |                                            | Issue and allotment date : (dd/mm/yyyy)    |  |                                                                      | (   /   /   )                                                                             |  |
|                            |                                            | EGM approval date: (dd/mm/yyyy)            |  |                                                                      | (   /   /   )                                                                             |  |
|                            |                                            |                                            |  | <u>Nil</u>                                                           | <u>Nil</u>                                                                                |  |
| Total E.                   |                                            |                                            |  | (Ordinary shares)                                                    | <u>N/A</u>                                                                                |  |
|                            |                                            |                                            |  | (Preference shares)                                                  | <u>N/A</u>                                                                                |  |
|                            |                                            |                                            |  | (Other class)                                                        | <u>N/A</u>                                                                                |  |

|                                                                                                                  |     |     |
|------------------------------------------------------------------------------------------------------------------|-----|-----|
| 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):

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Submitted by: Yu Lina

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

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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.*