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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)

NOTICE OF 2021 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2021 annual general meeting (the “AGM”) of First Tractor Company Limited (the “**Company**”) will be held at 2:30 p.m. on 13 May 2022 (Friday) at No. 154 Jianshe Road, Luoyang, Henan Province, The People’s Republic of China (the “**PRC**”) for the purpose of considering and, if thought fit, passing the following resolutions.

ORDINARY RESOLUTIONS

1. The report of the Board of Directors of the Company for the year 2021
2. The work report of the Supervisory Committee of the Company for the year 2021
3. The audited financial report of the Company for the year 2021
4. The profit distribution plan of the Company for the year 2021: Based on the existing total share capital of 1,123,645,275 shares of the Company, a cash dividend for the year 2021 will be distributed to all shareholders, and a cash dividend of RMB0.117 per share (tax included) is proposed to be distributed

5. To re-appoint Da Hua Certified Public Accountants (Special General Partnership) as the Company's financial auditor and the internal control auditor for the year 2022, and to authorize the Board of Directors to decide its remuneration

By Order of the Board
FIRST TRACTOR COMPANY LIMITED
YU Lina
Company Secretary

Luoyang, the PRC
8 April 2022

As at the date of this notice, the Board comprises Mr. Li Xiaoyu (Chairman) and Mr. Liu Jiguo as executive Directors; Mr. Li Hepeng, Mr. Xie Donggang and Mr. Zhou Honghai as non-executive Directors; and Ms. Yang Minli, Ms. Wang Yuru and Mr. Edmund Sit as independent non-executive Directors.

Notes:

1. Closure of Register of Members of H Shares for attending the AGM

The register of members of the Company will be temporarily closed from 6 May 2022 to 13 May 2022 (both days inclusive) during which no transfer of shares of the Company will be registered in order to determine the list of shareholders of H Shares entitled to attend the AGM. The last lodgment for the transfer of the H Shares of the Company should be made on 5 May 2022 at Hong Kong Registrars Limited on or before 4:00 p.m. The Shareholders or their proxies being registered before the close of business on 13 May 2022 are entitled to attend the AGM by presenting their identity documents. The address of Hong Kong Registrars Limited, the H Shares registrar of the Company, is Shops 1712–1716, 17/F., Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

2. Closure of Register of Members for Payment of the Final Dividend for 2021

The register of members of the Company will be temporarily closed from 19 May 2022 to 25 May 2022 (both days inclusive) during which no transfer of shares of the Company will be registered in order to determine the list of shareholders of H Shares entitled to receive the 2021 final dividend. The last lodgment for the transfer of the H Shares of the Company should be made on 18 May 2022 at Hong Kong Registrars Limited on or before 4:00 p.m. The Shareholders or their proxies being registered before the close of business on 19 May 2022 are entitled to receive the 2021 final dividend. The address of Hong Kong Registrars Limited, the H Shares registrar of the Company, is Shops 1712–1716, 17/F., Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

3. Each Shareholder having the rights to attend and vote at the AGM is entitled to appoint one or more proxies (whether a Shareholder or not) to attend and vote on his behalf. Should more than one proxy be appointed by one Shareholder, such proxy shall only exercise his voting rights on a poll.

4. Shareholders can appoint a proxy by an instrument in writing (i.e. by using the Proxy Form enclosed). The Proxy Form shall be signed by the person appointing the proxy or an attorney authorized by such person in writing. If the Proxy Form is signed by an attorney, the power of attorney or other documents of authorization shall be notarially certified. To be valid, the Proxy Form and the notarially certified power of attorney or other documents of authorization must be delivered to the Company's registered address at No. 154 Jianshe Road, Luoyang, Henan Province, the PRC, or the Company's H Shares registrar, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by not less than 24 hours before the time scheduled for the holding of the AGM or any adjournment thereof.
5. Shareholders or their proxies shall present proofs of their identities upon attending the AGM.
6. The AGM is expected to last for less than one day. The Shareholders and proxies attending the AGM shall be responsible for their own travelling and accommodation expenses. Shareholders and proxies intending to attend the AGM on site are requested to pay attention to and comply with the relevant requirements on health status declaration, quarantine and other regulations. The Company will strictly comply with the relevant requirements of the Luoyang Municipal Government for registration of relevant information and pre-meeting temperature recording, etc. Shareholders and proxies who have fever and other symptoms, do not wear masks as required or fail to comply with the relevant requirements on pandemic prevention and control will not be allowed to enter into the venue for the AGM.
7. The Company's registered address:
No. 154 Jianshe Road, Luoyang, Henan Province, the PRC
Postal code: 471004
Telephone: (86-379)6496 7038
Facsimile: (86-379)6496 7438
Email: msc0038@ytogroup.com

* *For identification purposes only*