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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 RESULTS OF
2025 THIRD EXTRAORDINARY GENERAL
MEETING HELD ON 16 DECEMBER 2025;
RE-ELECTION AND APPOINTMENT OF DIRECTORS;
AND DIRECTORS' REMUNERATIONS**

The board (the “**Board**”) of directors (the “**Director(s)**”) 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, accepts responsibility for the truthfulness, accuracy and completeness of the contents contained herein.

References are made to the Company's notice of the 2025 third extraordinary general meeting (the “**EGM**”) dated 24 November 2025 (the “**Notice**”) and the circular dated 24 November 2025 (the “**Circular**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

CONVENING AND ATTENDANCE OF THE EGM

The EGM was held at the Conference Room, No. 154 Jianshe Road, Luoyang, Henan Province, the PRC, on Tuesday, 16 December 2025. The proposed resolutions set out in the Notice were duly passed by poll at the EGM. Resolutions No. 2.01-2.05 and 3.01-3.03 were voted by cumulative voting.

The total number of issued A Shares and H Shares represented by the Shareholders or their proxies who attended and voted on resolutions at the EGM is as follows:

(1) Number of Shareholders attending in person or by proxy	188
Of which:	
Number of A Shareholders	187
Number of holders of foreign shares listed overseas (H shares)	1
(2) Total number of shares carrying voting rights held by Shareholders attending the EGM (Shares)	615,549,944
Of which:	
Total number of shares held by A Shareholders	553,318,639
Total number of shares held by holders of foreign shares listed overseas (H shares)	62,231,305
(3) 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 (%)	54.78
Of which:	
Percentage of shares held by A Shareholders to the total number of shares (%)	49.24
Percentage of shares held by holders of foreign shares listed overseas to the total number of shares (%)	5.54

As at the record date of the EGM (i.e. 16 December 2025), the Company had 1,123,645,275 Shares in issue, divided into 731,705,275 A Shares and 391,940,000 H Shares.

As disclosed in the Circular, no Shareholder was required to abstain from voting on the resolutions set out in the notice of the EGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote on the resolutions at the EGM was 1,123,645,275 Shares.

The Company (i) did not hold any treasury shares, including those held or deposited in the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited, and therefore no voting rights were exercised in respect of any treasury shares at the EGM; and (ii) did not have any repurchased Shares which are pending cancellation and accordingly should be excluded from the total number of issued Shares for the purposes of the EGM.

To the best of the Directors' knowledge, information and belief, there were no Shares entitling the holders thereof to attend and abstain from voting in favor of the resolutions or to abstain from voting at the EGM and no Shareholders have indicated their intention to vote against the resolutions or to abstain from voting at the EGM.

The EGM was convened by the Board of the Company. Mr. Zhao Weilin, chairman of the Board, acted as the chairman of and presided over the EGM. 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 and the Articles of Association.

All Directors and the secretary to the Board of the Company attended the EGM either in person or by electronic means, except for Mr. Wei Tao and Mr. Miao Yu.

ShineWing Certified Public Accountants LLP (Special General Partnership), certified public accountants in the PRC, was the scrutineer for the vote-taking at the EGM. A shareholder representative of the Company, Zhong Lun Law Firm, the Company's PRC legal counsel, was appointed as the counters and scrutineers for the vote-taking at the EGM.

POLL RESULTS OF THE EGM

The poll results of the EGM are as follows:

A. Resolutions approved by way of non-cumulative voting

1. Resolution regarding the remuneration plan for the Directors of the Tenth Session of the Board

Shareholder category	For		Against		Abstention	
	Number of votes	Percentage (%)	Number of Votes	Percentage (%)	Number of votes	Percentage (%)
A Share	552,832,685	89.811	374,754	0.061	111,200	0.018
H Share	62,203,305	10.105	28,000	0.005	0	0.000
Total:	615,035,990	99.916	402,754	0.066	111,200	0.018

B. Resolutions approved by way of cumulative voting

2.00 Resolutions regarding the election of non-independent Directors of the Tenth Session of the Board (5 Directors are elected)

No.	Resolution	Number of Votes	Percentage (%)	Elected (Y/N)
2.01	To elect Zhao Weilin as a non-independent Director of the Tenth Session of the Board	612,050,853	99.432	Y
2.02	To elect Wei Tao as a non-independent Director of the Tenth Session of the Board	612,654,842	99.530	Y
2.03	To elect Fang Xianfa as a non-independent Director of the Tenth Session of the Board	612,647,285	99.528	Y
2.04	To elect Yang Jianhui as a non-independent Director of the Tenth Session of the Board	612,006,067	99.424	Y
2.05	To elect Sun Feng as a non-independent Director of the Tenth Session of the Board	612,647,369	99.528	Y

3.00 Resolutions regarding the election of independent Directors of the Tenth Session of the Board (3 independent Directors are elected)

No.	Resolution	Number of Votes	Percentage (%)	Elected (Y/N)
3.01	To elect Wang Shumao as an independent non-executive Director of the Tenth Session of the Board	613,011,889	99.588	Y
3.02	To elect Xu Liyou as an independent non-executive Director of the Tenth Session of the Board	613,644,844	99.691	Y
3.03	To elect Wong Yee Man as an independent non-executive Director of the Tenth Session of the Board	614,162,754	99.775	Y

INFORMATION REGARDING VOTING ON THE RESOLUTIONS

The resolutions of the EGM are ordinary resolutions and all resolutions were duly passed.

WITNESS BY LAWYERS

Mr. Li Jieli and Mr. Liu Haowang from Zhong Lun Law Firm issued a 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.

ELECTION OF EMPLOYEE REPRESENTATIVE DIRECTOR

The Board is pleased to announce that the Company held a joint meeting of the staff representative congress on democratic management on 16 December 2025, at which Mr. Li Peng (李鵬) (“**Mr. Li**”) was elected as an employee representative Director of the Tenth Session of the Board, with a term of three years commencing from 16 December 2025 to 15 December 2028.

The biographical details of Mr. Li are set out below:

Mr. Li Peng, aged 52, holds a Master’s degree in engineering and is a senior engineer. Mr. Li previously served as a deputy factory manager of No.3 Assembly Factory of the Company, a deputy factory manager of high-powered tractors assembly factory, a deputy party secretary of high-powered tractors company, and an employee representative supervisor of the Company. He currently holds the positions of the employee representative Director of the Company, general manager and party secretary of the high-powered tractors company of the Company, and general manager of the Company’s Intelligent Tractor Business Division.

Save as disclosed above, the above Director does not hold any office in the Company or any other member of the Company, nor does any hold any directorship in other listed companies.

In relation to the appointment of the Director referred to above, there is no information required to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor are there any matters requiring disclosure, and there are no matters that need to be brought to the attention of the Shareholders.

RE-ELECTION AND APPOINTMENT OF DIRECTORS OF THE TENTH SESSION OF THE BOARD

The Board is pleased to announce that the re-election and appointment of the following eight Directors were approved by the Shareholders by way of ordinary resolutions at the EGM:

- Executive Directors: Mr. Zhao Weilin, Mr. Wei Tao
- Non-executive Directors: Mr. Fang Xianfa, Mr. Yang Jianhui, Mr. Sun Feng
- Independent non-executive Directors: Mr. Wang Shumao, Mr. Xu Liyou, Ms. Wong Yee Man

The eight Directors above, together with the employee representative Director, Mr. Li, form the Tenth Session of the Board. For the biographical details of the Directors of the Tenth Session of the Board other than Mr. Li, please refer to the Circular.

Mr. Miao Yu (“**Mr. Miao**”), a non-executive Director of the Ninth Session of the Board retired at the conclusion of the EGM after the expiration of his term of office as Director. Mr. Miao has confirmed that he has no disagreement with the Board, and there is no other matter in relation to his resignation that needs to be brought to the attention of the Shareholders or the Stock Exchange. The Board would like to express its sincere gratitude to Mr. Miao for his valuable contribution to the Company during his tenure of service.

The Board further announces that the Board special committees of the Tenth Session of the Board comprise the following members:

- Strategy, Investment and Sustainable Development Committee: Mr. Zhao Weilin (Chairman), Mr. Wei Tao, Mr. Fang Xianfa, Ms. Wong Yee Man
- Nomination Committee: Mr. Xu Liyou (Chairman), Mr. Zhao Weilin, Ms. Wong Yee Man
- Remuneration Committee: Mr. Wang Shumao (Chairman), Mr. Xu Liyou, Mr. Sun Feng
- Audit Committee: Ms. Wong Yee Man (Chairlady), Mr. Yang Jianhui, Mr. Wang Shumao

An updated list of the members of the Board and their roles and functions including the composition of each of the committees of the Board is also made available on the website of the Stock Exchange and the Company.

By Order of the Board
FIRST TRACTOR COMPANY LIMITED*
LIU Bin
Joint Company Secretary

Luoyang, the PRC
16 December 2025

As at the date of this announcement, the Board comprises Mr. Zhao Weilin (Chairman) and Mr. Wei Tao as executive Directors; Mr. Fang Xianfa, Mr. Yang Jianhui and Mr. Sun Feng as non-executive Directors; Mr. Wang Shumao, Mr. Xu Liyou and Ms. Wong Yee Man as independent non-executive Directors; and Mr. Li Peng as employee representative Director.

* *For identification purposes only*