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CHINA AIRCRAFT LEASING GROUP HOLDINGS LIMITED

中國飛機租賃集團控股有限公司

(Incorporated under the laws of the Cayman Islands with limited liability)

(Stock code: 1848)

ACQUISITION OF TWO AIRCRAFT

The Board is pleased to announce that on 21 January 2025 (after trading hours), the Company (through its wholly-owned subsidiary, as Buyer) entered into the Aircraft Sale and Purchase Agreements with the Sellers (an independent third party) in relation to the acquisition of two aircraft. The transactions are expected to be completed by end of August 2025.

AIRCRAFT SALE AND PURCHASE AGREEMENTS

The Board is pleased to announce that on 21 January 2025 (after trading hours), the Buyer entered into the Aircraft Sale and Purchase Agreements with the Sellers, pursuant to which the Sellers agreed to sell and the Buyer agreed to purchase the Aircraft.

The Company acts as both the Buyer and the aircraft asset manager in the Transaction. The Aircraft are currently lease to an airline client and will be delivered to the Company upon the expiration of the existing lease. Leveraging its capabilities as a full value chain aircraft solutions provider and its expertise in engineering, the Company will further optimize its asset management and enhance market value. The Company aims to maximize the potential of these assets. The Transactions will strengthen the Company's position in the aviation sector and support its long-term development strategy, while enhancing its capacity in asset management and operations.

Date: 21 January 2025

Parties:

- (a) the Buyer, which is a wholly-owned subsidiary of the Company. The Group is a leading full value chain aircraft solutions provider. Its scope of business includes regular operations such as aircraft leasing, purchase and leaseback, portfolio trading and asset management, as well as value-added services such as fleet planning, fleet upgrade, aircraft maintenance, repair and overhaul, aircraft disassembling and recycling, and aircraft component trading; and

(b) the Sellers, which is principally engaged in aircraft leasing. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Sellers and its ultimate beneficial owner are third parties independent of the Company and not the connected persons of the Company.

Assets to be acquired : two Boeing 737-800 aircraft

Completion : It is estimated that completion of the Aircraft Sale and Purchase Agreements will take place by end of August 2025.

IMPLICATIONS OF THE LISTING RULES

As one or more of the applicable percentage ratios in respect of the Transactions exceed 5% but all are below 25%, the Transactions constitute discloseable transactions for the Company under Chapter 14 of the Listing Rules. Nevertheless, the Transactions are Qualified Aircraft Leasing Activity and are only subject to the disclosure requirements under Rule 14.33D of the Listing Rules.

The Board has confirmed that (1) the Company has fulfilled the criteria for a Qualified Aircraft Lessor; (2) the Transactions are entered into by the Company in its ordinary and usual course of business and on normal commercial terms; and (3) the terms of the Transactions are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

DEFINITIONS

In this announcement, the following expressions shall (unless the context otherwise requires) have the following meanings:

“Aircraft” two Boeing B737-800 aircraft

“Aircraft Sale and Purchase Agreements” two aircraft sale and purchase agreements entered into between the Sellers and the Buyer on 21 January 2025 respectively, pursuant to which the Sellers agreed to sell and the Buyer agreed to purchase the Aircraft

“Board” the board of Directors

“Buyer” a wholly-owned subsidiary of the Company

“China Cinda Asset Management”	China Cinda Asset Management Co., Ltd* (中國信達資產管理股份有限公司), a company incorporated in the PRC with limited liability (stock code: 01359 and 04621 (preference shares), which is ultimately owned by the Ministry of Finance of the PRC and is engaged in (1) distressed asset management business, including debt asset management conducted with respect to distressed assets, DES Assets management, other distressed asset management, and entrusted operation businesses; and (2) financial services business, including banking, securities, futures, mutual funds, trusts and leasing.
“Cinda Leasing”	Cinda Financial Leasing Co., Ltd, a company incorporated in the PRC with limited liability, which is owned as to 99.979% by China Cinda Asset Management and is engaged in financial leasing
“Company”	China Aircraft Leasing Group Holdings Limited (中國飛機租賃集團控股有限公司), an exempted company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Directors”	the directors of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“percentage ratios”	has the meaning ascribed to it under Rule 14.07 of the Listing Rules
“PRC”	the People’s Republic of China
“Qualified Aircraft Leasing Activity”	has the meaning ascribed to it under Rule 14.04(10D) of the Listing Rules
“Qualified Aircraft Lessor”	has the meaning ascribed to it under Rule 14.04(10E) of the Listing Rules
“Sellers”	two wholly-owned subsidiaries of Cinda Leasing, both incorporated under the laws of the PRC with limited liability

“Shareholders”	the shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Transactions”	the entering into of the Aircraft Sale and Purchase Agreements and the transactions contemplated thereunder

By order of the Board
China Aircraft Leasing Group Holdings Limited
POON HO MAN
Executive Director and Chief Executive Officer

Hong Kong, 21 January 2025

As at the date of this announcement, (i) the Non-executive Directors are Mr. AN Xuesong (Chairman) and Ms. WANG Yun; (ii) the Executive Directors are Mr. POON Ho Man (Chief Executive Officer) and Mr. LI Guohui (Chief Financial Officer and Chief Strategy Officer); and (iii) the Independent Non-executive Directors are Mr. CHEOK Albert Saychuan, Dr. TSE Hiu Tung, Sheldon, M.H., and Mr. FAN Chun Wah, Andrew, J.P

** for identification purpose only*