



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)

FORM OF PROXY
FOR THE EXTRAORDINARY GENERAL MEETING (“MEETING” or “EGM”)
TO BE HELD ON 28 NOVEMBER 2018 OR AT ANY ADJOURNMENT THEREOF

I/We ^(Note 1) _____
 of _____
 being the registered holder(s) of ^(Note 2) _____ ordinary shares (“Shares”) of HK\$0.10 each in the share capital of China Aircraft Leasing Group Holdings Limited (the “Company”), hereby appoint the Chairman of the Meeting ^(Note 3), or _____ of _____ or failing him/her _____ of _____ as my/our proxy to attend and act for me/us and on my/our behalf at the Meeting of the Company (or at any adjournment thereof) to be held at Cliftons Hong Kong, 508–520, Hutchison House, 10 Harcourt Road, Central, Hong Kong on Wednesday, 28 November 2018, at 9:30 a.m. to vote for me/us and in my/our names(s) on the following resolution as indicated below, and if no such indication is given, as my/our proxy thinks fit.

Capitalised terms used in this form of proxy shall, unless the context requires otherwise, have the same meanings as those defined in the circular of the Company dated 6 November 2018.

Please tick in the appropriate box to indicate how you wish your vote(s) to be cast, and if no such indication is given, your proxy is entitled to vote at his/her discretion ^(Note 4).

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To approve the Second CE Supplemental Deposit Services Framework Agreement and the transactions contemplated thereunder, including the New Annual Caps for transactions for the years of 2019, 2020 and 2021, and to authorise any one Director to do all things necessary for implementation of the aforesaid.		
2.	To approve the Second CE Supplemental Loan Services Framework Agreement and the transactions contemplated thereunder, including the New Annual Caps for transactions for the years of 2019, 2020 and 2021, and to authorise any one Director to do all things necessary for implementation of the aforesaid.		
3.	To approve the Second CE Supplemental Assignment of Finance Lease Receivables Framework Agreement and the transactions contemplated thereunder, including the New Annual Caps for transactions for the years of 2019, 2020 and 2021, and to authorise any one Director to do all things necessary for implementation of the aforesaid.		
4.	To approve the Second ARI Supplemental Shareholders’ Loan and Guarantee Agreement, the New Annual Caps for the transactions contemplated under the ARI Shareholders’ Loan and Guarantee Agreement (as supplemented by the Second ARI Supplemental Shareholders’ Loan and Guarantee Agreement) for the years of 2019, 2020 and 2021 and the transactions thereunder, and to authorise any one Director to do all things necessary for implementation of the aforesaid.		

Date _____ Signature _____

Notes:

- Full name(s) and address(es) must be inserted in **BLOCK CAPITALS**. The names of all joint registered holders should be stated.
- Please insert the number of Shares registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all Shares registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, strike out “the Chairman of the Meeting” and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT:** If you wish to vote for a resolution, please tick (“✓”) in the box marked “FOR”. If you wish to vote against a resolution, please tick (“✓”) in the box marked “AGAINST”. If no direction is given, your proxy may vote or abstain as he/she thinks fit. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
- Any member of the Company entitled to attend and vote at the Meeting shall be entitled to appoint another person (who must be an individual) as his/her proxy to attend and vote instead of him/her and a proxy so appointed shall have the same right as the member to speak at the Meeting. On a poll, votes may be given either personally or by proxy. A member may appoint more than one proxy to attend on the same occasion.
- In order to be valid, this form of proxy together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of authority, must be deposited at the office of the branch share registrar and transfer office of the Company, **Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong** not less than 48 hours before the time appointed for holding of the Meeting or the adjourned Meeting (as the case may be).
- In the case of joint registered holders of any Shares, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such Shares as if he/she was solely entitled thereto; but if more than one of such joint registered holders be present at the Meeting, either personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such Shares shall alone be entitled to vote in respect thereof to the exclusion of the votes of the other joint registered holders.
- The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and return of this form of proxy will not preclude you from attending and voting at the Meeting if you so wish, and in such an event, the authority of your proxy will be deemed to be revoked.

PERSONAL INFORMATION COLLECTION STATEMENT

- “Personal Data” in these statements has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“PDPO”).
- The Personal Data provided in this form of proxy may be used in connection with processing your appointment of proxy(ies) in the Meeting and instructions. Your supply of Personal Data to the Company is on a voluntary basis. Failure to provide sufficient information, the Company may not be able to process your appointment of proxy and instructions.
- Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, its share registrar, and/or other companies or bodies who are authorised by law to request the information for any of the stated purposes, and retained for such period as may be necessary for our verification and record purposes.
- You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing to the Privacy Compliance Officer of Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong.