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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)

**CONTINUING CONNECTED TRANSACTIONS
POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
OF THE COMPANY HELD ON 28 NOVEMBER 2018**

Reference is made to the circular of China Aircraft Leasing Group Holdings Limited (the “**Company**”) dated 6 November 2018 (the “**Circular**”). Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as defined in the Circular.

The Board is pleased to announce that at the EGM held on 28 November 2018, each of the resolutions (the “**Resolution(s)**”) set out in the notice of EGM dated 6 November 2018 (the “**Notice**”) was proposed and duly passed by the Independent Shareholders as an ordinary resolution by way of poll.

The poll results in respect of the Resolutions were as follows:

Resolutions ^(Note 6)		Number of votes (approximate %)		Total number of Shares voted
		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.	266,463,403 Shares (100%)	0 Share (0%)	266,463,403
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.	266,463,403 Shares (100%)	0 Share (0%)	266,463,403

Resolutions ^(Note 6)		Number of votes (approximate %)		Total number of Shares voted
		For	Against	
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.	266,463,403 Shares (100%)	0 Share (0%)	266,463,403
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.	68,903,314 Shares (99.99%)	5,500 Shares (0.01%)	68,908,814

Notes:

- (1) As at the date of the EGM, the total number of issued Shares was 677,269,380 Shares.
- (2) In respect of Resolutions numbered 1 to 3, there were a total number of 446,673,901 Shares entitling the Independent Shareholders to attend the EGM and vote on such Resolutions. CE Group, CE Hong Kong, CE Limited and their respective associates together are interested in 230,595,479 Shares as at the date of the EGM, representing approximately 34.0% of the issued share capital of the Company, were required to and had abstained from voting on Resolutions numbered 1 to 3 at the EGM.
- (3) In respect of Resolution numbered 4, there were a total number of 249,119,312 Shares entitling the Independent Shareholders to attend the EGM and vote on such Resolution. FPAM and CE Limited together with their respective associates are interested in 428,150,068 Shares in aggregate as at the date of the EGM, representing approximately 63.2% of the issued share capital of the Company, were required to and had abstained from voting on Resolution numbered 4 at the EGM.
- (4) Save as disclosed above, none of the Shareholders was required to abstain from voting in favor of the Resolutions.
- (5) Tricor Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong, was appointed as scrutineer for the vote-taking at the EGM.
- (6) The full text of the Resolutions is set out in the Notice.

As 100% of the votes were cast in favour of the Resolutions numbered 1 to 3 respectively and more than 50% of the votes were cast in favour of the Resolution numbered 4, each of the Resolutions was duly passed as an ordinary resolution by way of poll at the EGM.

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

Hong Kong, 28 November 2018

As at the date of this announcement, (i) the Executive Directors are Mr. CHEN Shuang, JP, Mr. POON Ho Man and Ms. LIU Wanting; (ii) the Non-executive Director is Mr. TANG Chi Chun; and (iii) the Independent Non-executive Directors are Mr. FAN Yan Hok, Philip, Mr. NIEN Van Jin, Robert, Mr. CHEOK Albert Saychuan and Mr. CHOW Kwong Fai, Edward, JP.