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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)**

**PURCHASE AND LEASEBACK ARRANGEMENT  
OF ONE AIRCRAFT**

**AIRCRAFT SALE AND PURCHASE AGREEMENT**

The Board is pleased to announce that on 5 December 2019 (after trading hours), the Company (through its wholly-owned special purpose vehicle, as buyer) entered into the Aircraft Sale and Purchase Agreement with the Seller, pursuant to which the Company agreed to purchase and the Seller agreed to sell the Aircraft. Upon the completion of the Transaction, the Aircraft will be leased back to the Seller subsequently.

**IMPLICATION OF THE LISTING RULES**

As one or more of the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Transaction are above 5% but all are below 25%, the Transaction would constitute a discloseable transaction for the Company under the Listing Rules. Nevertheless, the Transaction is a Qualified Aircraft Leasing Activity and is only subject to the disclosure requirements under Rule 14.33D of the Listing Rules.

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**Date:** 5 December 2019

## Parties

- (a) the Company (through its wholly-owned special purpose vehicle, as buyer). The Company and its subsidiaries are principally engaged in global aircraft leasing business with a fleet of 133 owned or managed aircraft as at the date of this announcement; and
- (b) the Seller. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Seller and its ultimate beneficial owners are third parties independent of the Company and the connected persons of the Company.

**Aircraft to be acquired:** one new Airbus A330-200 aircraft.

## Completion

It is estimated that completion of the Aircraft Sale and Purchase Agreement will take place by the end of 2019.

## IMPLICATIONS OF THE LISTING RULES

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The Board has confirmed that (1) the Company has fulfilled the criteria for a Qualified Aircraft Lessor as set out in Rule 14.04(10E) of the Listing Rules; (2) the Transaction is entered into by the Company in its ordinary and usual course of business and on normal commercial terms; and (3) the terms of the Transaction 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:

<b>“Aircraft”</b>	one new Airbus A330-200 aircraft
<b>“Aircraft Sale and Purchase Agreement”</b>	an aircraft sale and purchase agreement entered into between the Seller and the Company (through its wholly-owned special purpose vehicle, as buyer) on 5 December 2019, pursuant to which the Company agreed to purchase and the Seller agreed to sell the Aircraft
<b>“Board”</b>	the board of Directors

<b>“Company”</b>	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
<b>“connected person(s)”</b>	has the meaning ascribed to it under the Listing Rules
<b>“Directors”</b>	the directors of the Company
<b>“Listing Rules”</b>	the Rules Governing the Listing of Securities on the Stock Exchange
<b>“percentage ratios”</b>	has the meaning ascribed to it in Rule 14.07 of the Listing Rules
<b>“Qualified Aircraft Leasing Activity”</b>	has the meaning ascribed to it in Rule 14.04(10D) of the Listing Rules
<b>“Qualified Aircraft Lessor”</b>	has the meaning ascribed to it in Rule 14.04(10E) of the Listing Rules
<b>“Seller”</b>	Iberia, Líneas Aéreas de España, Sociedad Anónima Operadora S.U., a company incorporated under the laws of Spain, which is principally engaged in the business of civil aviation services
<b>“Shareholders”</b>	the shareholders of the Company
<b>“Stock Exchange”</b>	The Stock Exchange of Hong Kong Limited
<b>“Transaction”</b>	the transaction contemplated under the Aircraft Sale and Purchase Agreement

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

Hong Kong, 5 December 2019

*As at the date of this announcement, (i) the Executive Directors are Mr. ZHAO Wei, 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.*