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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)**

**SALE OF ONE AIRCRAFT**

The Board is pleased to announce that on 21 November 2021, the Seller and CALC BVI entered into the Arrangement Agreement with the Purchaser, pursuant to which the Seller and CALC BVI agreed to sell and the Purchaser agreed to purchase the Aircraft.

**ARRANGEMENT AGREEMENT**

The Board is pleased to announce that on 21 November 2021, the Seller and CALC BVI entered into the Arrangement Agreement with the Purchaser, pursuant to which the Seller and CALC BVI agreed to sell and the Purchaser agreed to purchase the Aircraft.

Aircraft trading with other leasing companies is in the Group's ordinary course of business to satisfy various demands of clients, which will strengthen the Group's mutual beneficiary relationships with different clients and open up more business opportunities.

**Date:** 21 November 2021

**Parties:**

- (a) the Seller, which is a wholly-owned subsidiary of CALC BVI ;
- (b) CALC BVI, 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 operating leasing, purchase and leaseback, and structured financing, as well as value-added services such as fleet upgrade, aircraft maintenance, repair and overhaul, aircraft disassembling and component sales; and
- (c) the Purchaser, which is principally engaged in leasing business. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Purchaser and its ultimate beneficial owners are third parties independent of the Company and the connected persons of the Company.

**Assets to be sold** : the Aircraft

**Completion** : It is estimated that completion of the Arrangement Agreement will take place by no later than the end of December 2021.

## **IMPLICATIONS OF THE LISTING RULES**

As one or more of the applicable percentage ratios in respect of the Transaction (when aggregated with the Previous Transactions pursuant to Rule 14.22 of the Listing Rules) exceed 25% but all are below 75%, the Transaction constitutes a major transaction for the Company under Chapter 14 of 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.

The Board has confirmed that (1) the Company has fulfilled the criteria for a Qualified Aircraft Lessor; (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>“ABC Leasing”</b>	ABC Financial Leasing Co., Ltd.* (農銀金融租賃有限公司), a company established under the laws of the PRC with limited liability and a wholly-owned subsidiary of Agricultural Bank of China Limited (中國農業銀行股份有限公司), the shares of which are listed on the Shanghai Stock Exchange (stock code: 601288) and the Main Board of the Stock Exchange (stock code: 1288)
<b>“Aircraft”</b>	one Airbus A320neo aircraft to be sold to the Purchaser
<b>“Arrangement Agreement”</b>	an arrangement agreement entered into between the Seller and CALC BVI and the Purchaser on 21 November 2021, pursuant to which the Seller and CALC BVI agreed to sell and the Purchaser agreed to purchase the Aircraft
<b>“Board”</b>	the board of Directors
<b>“CALC BVI”</b>	China Aircraft Leasing Company Limited, a company incorporated in the British Virgin Islands and a wholly-owned subsidiary of the Company

<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>“Group”</b>		the Company and its subsidiaries
<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 under Rule 14.07 of the Listing Rules
<b>“PRC”</b>		The People’s Republic of China
<b>“Previous Transactions”</b>		the sale of two aircraft to ABC Leasing (through its wholly-owned subsidiary) on 23 December 2020 and 11 May 2021. Please refer to the announcements of the Company dated 23 December 2020 and 11 May 2021 for details
<b>“Purchaser”</b>		Tianjin Haotuqi Leasing Co., Ltd.* (天津好途七租賃有限公司), a company established under the laws of the PRC with limited liability and a wholly-owned subsidiary of ABC Leasing
<b>“Qualified Leasing Activity”</b>	<b>Aircraft</b>	has the meaning ascribed to it under Rule 14.04(10D) of the Listing Rules
<b>“Qualified Lessor”</b>	<b>Aircraft</b>	has the meaning ascribed to it under Rule 14.04(10E) of the Listing Rules
<b>“Seller”</b>		ZJ Qingyuan Leasing (Tianjin) Co., Ltd., a company incorporated in the PRC with limited liability and a wholly-owned subsidiary of CALC BVI
<b>“Shareholders”</b>		the shareholders of the Company
<b>“Stock Exchange”</b>		The Stock Exchange of Hong Kong Limited
<b>“Transaction”</b>		the entering into of the Arrangement Agreement and the transaction contemplated thereunder

\* For identification purpose only

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

Hong Kong, 21 November 2021

*As at the date of this announcement, (i) the Executive Directors are Dr. 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 Dr. TSE Hiu Tung, Sheldon.*