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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 27 June 2024 (after trading hours), a wholly-owned special purpose vehicle of the Company (the Seller) entered into the Sale and Purchase Agreement with an independent third party (the Purchaser) in relation to the sale of one aircraft. The sale transaction is expected to be completed in July 2024.

SALE AND PURCHASE AGREEMENT

The Board is pleased to announce that on 27 June 2024 (after trading hours), the Seller entered into the Sale and Purchase Agreement with the Purchaser, pursuant to which the Seller agreed to sell and the Purchaser agreed to purchase the Aircraft.

Aircraft trading is one of the Group's ordinary course of businesses. The sale transaction will increase the Group's income from aircraft trading, satisfy the market's demand for aircraft and maintain the good relationship between the Group and its clients.

Date: 27 June 2024

Parties:

- (a) the Seller, which is a wholly-owned special purpose vehicle 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 Purchaser, a company incorporated under the laws of the PRC, principally engaged in the sale of civil aviation materials and the provision of aircraft technical engineering services. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Purchaser and its ultimate beneficial owner are third parties independent of the Company and the connected persons of the Company.

- Assets to be sold** : one Airbus A330-200 Aircraft
- Completion** : It is estimated that completion of the Sale and Purchase Agreement will take place in July 2024.

IMPLICATIONS OF THE LISTING RULES

As one or more of the applicable percentage ratios in respect of the Transaction exceed 5% but all are below 25%, the Transaction constitutes discloseable 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:

- “Aircraft”** one Airbus A330-200 aircraft to be sold to the Purchaser
- “Board”** the board of Directors
- “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
- “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

“Purchaser”	Hengqin Winglet Aircraft Technology Company Ltd. (橫琴小翼飛機技術有限公司), a company incorporated under the laws of the PRC, which is ultimately owned by Mr. HUANG Jingzhi, a natural person from the PRC
“Sale and Purchase Agreement”	sale and purchase agreement entered into between the Seller and the Purchaser on 27 June 2024, pursuant to which the Seller agreed to sell and the Purchaser agreed to purchase the Aircraft
“Qualified Aircraft Lessor”	has the meaning ascribed to it under Rule 14.04(10E) of the Listing Rules
“Seller”	ZJ Huangqing Leasing (Tianjin) Co., Ltd.* (中機皇慶租賃(天津)有限公司), which is a company incorporated in the PRC with limited liability and a wholly-owned special purpose vehicle of the Company
“Shareholders”	the shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Transaction”	the entering into of the Sale and Purchase Agreement and the transaction contemplated thereunder

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

Hong Kong, 27 June 2024

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

** for identification purpose only*