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国银金租

CHINA DEVELOPMENT BANK LEASING

國銀金融租賃股份有限公司*

CHINA DEVELOPMENT BANK FINANCIAL LEASING CO., LTD.*

(A joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 1606)

VERY SUBSTANTIAL ACQUISITION PURCHASE OF BOEING AIRCRAFT

The board of directors (the “**Board**”) of China Development Bank Financial Leasing Co., Ltd. (the “**Company**”) is pleased to announce that in line with the Company’s strategies and in order to optimize the fleet structure and increase the proportion of next-generation aircraft with advanced technologies, high fuel efficiency and wide market penetration, on 18 September 2024, the Company and its wholly-owned subsidiary CDB Aviation Lease Finance DAC (“**CDBALF**”) entered into aircraft purchase agreements with The Boeing Company (the “**Seller**”) for the purchase of fifty (50) 737-8 aircraft (the “**Transaction**”).

As the highest applicable percentage ratio (as defined in the Listing Rules) for the Transaction exceeds 100%, the Transaction constitutes a very substantial acquisition of the Company under Chapter 14 of the Listing Rules. However, as the Transaction constitutes a Qualified Aircraft Leasing Activity (as defined in the Listing Rules), the Transaction is exempt from the announcement, circular and/or shareholders’ approval requirements under Chapter 14 of the Listing Rules, but is subject to the conditions as set out in Rule 14.33C of the Listing Rules.

* *China Development Bank Financial Leasing Co., Ltd. is (a) not an authorized institution within the meaning of the Banking Ordinance; (b) not authorized to carry on banking/deposit-taking business in Hong Kong; and (c) not subject to the supervision of the Hong Kong Monetary Authority.*

A summary of the key terms of the Transaction is as follows:

AIRCRAFT PURCHASE AGREEMENTS

Date

18 September 2024

Aircraft to be purchased under the Transaction

Fifty (50) 737-8 aircraft

Parties

“Seller” The Boeing Company, a company incorporated in the State of Delaware of the United States of America, which is principally engaged in the business of aircraft manufacturing.

“Purchasers” The Company and CDBALF or certain wholly-owned subsidiaries of CDBALF. CDBALF is a wholly-owned subsidiary of the Company. CDBALF and certain wholly-owned subsidiaries of CDBALF are principally engaged in aircraft leasing business. The Company’s principal business includes providing comprehensive leasing services to high-quality customers in fields including aircraft, regional development, shipping, inclusive finance, green energy and high-end equipment.

To the best of the Board’s knowledge, information and belief after having made all reasonable enquiries, the Seller and its ultimate beneficial owners are third parties independent of the Company and its connected persons under the Listing Rules.

Delivery Terms

The Company and CDBALF expect to take delivery of the aircraft under the Transaction between 2028 and 2031. The Board hereby confirms that (i) the Company has fulfilled the qualification criteria for a Qualified Aircraft Lessor as set out in Rule 14.04(10E) of the Listing Rules; (ii) the Transaction is entered into by the Company, through the Purchasers, in its ordinary and usual course of business and on normal commercial terms; and (iii) the terms of the Transaction are fair and reasonable and in the interests of the Company and its shareholders as a whole.

By order of the Board
CHINA DEVELOPMENT BANK FINANCIAL LEASING CO., LTD.
LIU Yi
Joint Company Secretary

Shenzhen, the PRC
18 September 2024

As at the date of this announcement, the executive directors of the Company are Ms. MA Hong and Mr. JIN Tao; the non-executive directors are Mr. ZHANG Kesheng and Mr. LIU Xipu; and the independent non-executive directors are Mr. LI Haijian, Mr. LIU Ming and Mr. WANG Guiguo.