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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 SIX AIRCRAFT

The Board is pleased to announce that on 22 November 2024 (after trading hours), six wholly-owned special purpose vehicles of the Company (the Sellers) entered into the Aircraft Sale and Purchase Agreements with an independent third party (the Buyer) in relation to the sale of six aircraft. The sale transactions are expected to be completed before the end of March 2025.

AIRCRAFT SALE AND PURCHASE AGREEMENTS

The Board is pleased to announce that on 22 November 2024 (after trading hours), the Sellers entered into the Aircraft Sale and Purchase Agreements with the Buyer, pursuant to which the Sellers agreed to sell and the Buyer 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: 22 November 2024

Parties:

- (a) the Sellers, which are wholly-owned special purpose vehicles 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 Buyer, engaged in investing in aviation and aerospace assets to support airlines, MROs and the aviation after-market globally. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Buyer and its ultimate beneficial owners are third parties independent of the Company and the connected persons of the Company.

Assets to be sold : one A321-200 aircraft, one A319-100 aircraft and four B737-700 aircraft

Completion : It is estimated that completion of the Aircraft Sale and Purchase Agreements will take place before the end of March 2025

IMPLICATIONS OF THE LISTING RULES

As one or more of the applicable percentage ratios in respect of the Transactions (when aggregated with the Previous Transactions pursuant to Rule 14.22 of the Listing Rules) exceed 25% but all are below 75%, the Transactions constitute major transactions for the Company under Chapter 14 of the Listing Rules. Nevertheless, the Transactions are Qualified Aircraft Leasing Activity and are 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 Transactions are entered into by the Company in its ordinary and usual course of business and on normal commercial terms; and (3) the terms of the Transactions 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 A321-200 aircraft, one A319-100 aircraft and four B737-700 aircraft

“Aircraft Sale and Purchase Agreements” six aircraft sale and purchase agreements entered into between the Sellers and the Buyer on 22 November 2024, pursuant to which the Sellers agreed to sell and the Buyer agreed to purchase the Aircraft

“Board” the board of Directors

“Buyer” WWTAI AIROPCO 1 BERMUDA LTD., a company incorporated under the laws of the Bermuda and a wholly-owned subsidiary of FTAI, a publicly quoted company on the NASDAQ Stock Exchange

“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
“FTAI”	FTAI Aviation Ltd., an exempted company incorporated in the Cayman Islands with limited liability, the shares of which are listed on NASDAQ (NASDAQ: FTAI). FTAI is principally engaged in investing in aviation and aerospace assets including aircraft and engines
“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
“Previous Transactions”	an aircraft sale and purchase agreement in respect of sale of one aircraft dated 2 April 2024 entered into between 中機崇禎租賃(天津)有限公司 (ZJ Chongzhen Leasing (Tianjin) Co., Ltd.*) (as seller) and the Buyer (as purchaser) and two aircraft sale and purchase agreements in respect of sale of two aircraft dated 8 April 2024 entered into between 建鳳十號租賃(天津)有限公司(JIANFENG 10 LEASING (TIANJIN) CO., LTD.*) (as seller) and 建鳳五號租賃(天津)有限公司(JIANFENG 5 LEASING (TIANJIN) CO., LTD.*) (as seller) and the Buyer (as purchaser), respectively. Please refer to the announcements of the Company dated 3 April 2024 and 9 April 2024 for details.
“PRC”	the People’s Republic of China
“Qualified Aircraft Leasing Activity”	has the meaning ascribed to it under Rule 14.04(10D) of the Listing Rules
“Qualified Aircraft Lessor”	has the meaning ascribed to it under Rule 14.04(10E) of the Listing Rules
“Sellers”	six wholly-owned special purpose vehicles of the Company
“Shareholders”	the shareholders of the Company

“Stock Exchange”

The Stock Exchange of Hong Kong Limited

“Transactions”

the entering into of the Aircraft Sale and Purchase Agreements 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, 22 November 2024

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

** for identification purpose only*