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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 THREE LEASE-ATTACHED AIRCRAFT**

The Board is pleased to announce that on 6 August 2024 (after trading hours), a wholly-owned special purpose vehicle of the Company (the Seller) entered into the Aircraft Sale and Purchase Agreements with an independent third party (the Purchaser) in relation to the sale of three lease-attached aircraft. The sale transactions are expected to be completed by end of December 2025.

### **AIRCRAFT SALE AND PURCHASE AGREEMENTS**

The Board is pleased to announce that on 6 August 2024 (after trading hours), the Seller entered into the Aircraft Sale and Purchase Agreements 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:** 6 August 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, which is principally engaged in the leasing business and its ultimate beneficial owner is the State-owned Assets Supervision and Administration Commission of the State Council. 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** : three Airbus A320NEO lease-attached Aircraft

**Completion** : It is estimated that completion of the Aircraft Sale and Purchase Agreements will take place by end of December 2025

## **IMPLICATIONS OF THE LISTING RULES**

As one or more of the applicable percentage ratios in respect of the Transactions 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:

<b>“Aircraft”</b>	three Airbus A320NEO lease-attached aircraft to be sold to the Purchaser
<b>“Aircraft Sale and Purchase Agreements”</b>	three aircraft sale and purchase agreements entered into between the Seller and the Purchaser on 6 August 2024, pursuant to which the Seller agreed to sell and the Purchaser agreed to purchase 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>“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>“Purchaser”</b>		China Southern Air Leasing Company Limited* (南航國際融資租賃有限公司), owned as to 50% by Beijing Chengtong Financial Holding Investment Co., Ltd.* (北京誠通金控投資有限公司), 25% by China Southern Air Capital Holding Limited* (中國南航集團資本控股有限公司) and 25% by Nan Lung Holding Limited* (南龍控股有限公司), all of the above are incorporated under the laws of the PRC and ultimately controlled by the State-owned Assets Supervision and Administration Commission of the State Council
<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>		a wholly-owned special purpose vehicle of the Company
<b>“Shareholders”</b>		the shareholders of the Company
<b>“Stock Exchange”</b>		The Stock Exchange of Hong Kong Limited
<b>“Transactions”</b>		the entering into of the Aircraft Sale and Purchase Agreements and the transactions contemplated thereunder

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

Hong Kong, 6 August 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*