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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)**

## **DISCLOSEABLE TRANSACTION IN RELATION TO THE DISPOSAL OF TWO AIRCRAFT**

The board of directors (the “**Board**”) of China Development Bank Financial Leasing Co., Ltd. (the “**Company**”) is pleased to announce that CDB Aviation Lease Finance DAC (“**CDBALF**”), a wholly-owned subsidiary of the Company, has entered into a sale and purchase agreement with Aircastle (Ireland) Limited (the “**Buyer**”) on 24 November 2022, pursuant to which CDBALF has agreed to sell, through its nominee, two (2) B737 Max 8 aircraft to the Buyer (the “**Transaction**”).

Pursuant to Chapter 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), as the highest applicable percentage ratio (as defined in the Listing Rules) for the Transaction exceeds 5% but is less than 25%, the Transaction constitutes a discloseable transaction of the Company under Chapter 14 of the Listing Rules. Nevertheless, 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 set out in Chapter 14 of the Listing Rules, provided that the conditions set out in Rule 14.33C of the Listing Rules are fulfilled.

\* *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.*

The details of the Transaction are summarized as follows:

**Date**

24 November 2022

**Aircraft under the Transaction**

Two (2) B737 Max 8 aircraft

**Parties**

“Seller” CDBALF or a nominee of CDBALF, each of which is principally engaged in the business of aircraft leasing. CDBALF is a wholly-owned subsidiary of the Company. The principal business of the Company includes providing comprehensive leasing services to high-quality customers in industries including aviation, infrastructure, shipping, inclusive finance, new energy and high-end equipment manufacturing.

“Buyer” Aircastle (Ireland) Limited (previously known as Klaatuu Aircraft Leasing (Ireland) Limited) is principally engaged in the business of aircraft leasing. As at the date hereof, the Buyer is a wholly-owned subsidiary of Aircastle Limited, which is controlled by affiliates of Marubeni Corporation and Mizuho Leasing Company Limited. Marubeni Corporation is a limited liability company whose shares are listed on the Tokyo Stock Exchange (securities code: 8002). Mizuho Leasing Company Limited is a limited liability company whose shares are listed on the Tokyo Stock Exchange (securities code: 8425).

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

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 Seller, 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  
24 November 2022

*As at the date of this announcement, the executive directors of the Company are Ms. MA Hong, Mr. PENG Zhong and Mr. HUANG Min; the non-executive directors of the Company are Mr. LI Yingbao and Mr. YANG Guifang; and the independent non-executive directors of the Company are Mr. ZHENG Xueding, Mr. XU Jin and Mr. ZHANG Xianchu.*