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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 ACQUISITION OF THREE 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 (the “**Sale and Purchase Agreement**”) with certain wholly-owned subsidiaries of Air Lease Corporation (the “**Sellers**”) on 5 December 2022, pursuant to which CDBALF has agreed to, through its wholly-owned subsidiaries or nominees, acquire three (3) Boeing 737-800 aircraft from the Sellers (the “**Transaction**”).

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.

Principal terms of the Transaction are summarized as follows:

Date

5 December 2022

Aircraft to be acquired under the Transaction

Three (3) Boeing 737-800 aircraft

* *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.*

Parties

- “Sellers” Certain wholly-owned subsidiaries of Air Lease Corporation, which are principally engaged in the business of aircraft leasing. As at the date hereof, Air Lease Corporation is a Delaware corporation whose shares are listed on the New York Stock Exchange (NYSE: AL).
- “Buyer” CDBALF or certain wholly-owned subsidiaries or nominees of CDBALF, which are 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.

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

Delivery Term

CDBALF expects to take delivery of the three aircraft under the Transaction by the end of the first quarter in 2023.

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 Buyer, 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
5 December 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 are Mr. LI Yingbao and Mr. YANG Guifang; and the independent non-executive directors are Mr. ZHENG Xueding, Mr. XU Jin and Mr. ZHANG Xianchu.