

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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 FOUR AIRCRAFT

The board of directors (the “**Board**”) of China Development Bank Financial Leasing Co., Ltd. (the “**Company**”) is pleased to announce that certain special purpose companies (the “**Sellers**”) of CDB Aviation Lease Finance DAC (“**CDBALF**”), a wholly-owned subsidiary of the Company, have entered into a sale and purchase agreement with SMBC Aviation Capital Ltd (the “**Buyer**”) on 5 December 2022, pursuant to which the Sellers have agreed to sell four (4) A321 neo aircraft to the Buyer or its nominee (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

5 December 2022

Aircraft under the Transaction

Four (4) A321 neo aircraft

Parties

“Sellers” Certain wholly owned subsidiaries 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” SMBC Aviation Capital Ltd, which is principally engaged in the business of aircraft leasing and trading. As at the date hereof, the Buyer is ultimately owned by Sumitomo Mitsui Financial Group and Sumitomo Corporation. Sumitomo Mitsui Financial Group is a limited liability company whose shares are listed on the Tokyo Stock Exchange and the Nagoya Stock Exchange (securities code: 8316). Sumitomo Corporation is a limited liability company whose shares are listed on the Tokyo Stock Exchange (securities code: 8053).

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 Sellers, 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 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.