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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)

(the “**Offeror**”)

(Stock Code: **01848**)

FINAL RESULTS OF TENDER OFFER FOR PURCHASE OF

U.S.\$200,000,000 5.50 PER CENT. GUARANTEED BONDS DUE 2024

(ISIN: XS1574821143)

(Stock Code: 05391)

(the “CALC 3 Bonds”)

ISSUED BY

CALC BOND 3 LIMITED

(Incorporated in the British Virgin Islands with limited liability)

(the “**CALC 3 Bonds Issuer**”)

AND

U.S.\$100,000,000 4.85 PER CENT. GUARANTEED NOTES DUE 2024

(ISIN: XS2396615481)

(Stock Code: 40972)

(the “CALC Notes” and together with the CALC 3 Bonds, the “Notes”)

ISSUED BY

CALC BONDS LIMITED

(Incorporated in the British Virgin Islands with limited liability)

(together with the CALC 3 Bonds Issuer, the “**Issuers**”)

Reference is made to the announcement by the Offeror dated 6 September 2023 in respect of the Offers. Capitalised terms used but not otherwise defined in this announcement shall have the meaning given to them in the tender offer memorandum dated 6 September 2023 (the “**Tender Offer Memorandum**”).

The Offers expired at 16:00 hours (London time) on 14 September 2023. The Offeror hereby announces that:

- (i) the Maximum Aggregate Principal Acceptance Amount is U.S.\$51,120,000, comprising the Final CALC 3 Bonds Acceptance Amount of U.S.\$50,720,000 and the Final CALC Notes Acceptance Amount of U.S.\$400,000;
- (ii) as the aggregate principal amount of the CALC 3 Bonds and the CALC Notes validly tendered pursuant to the Offers are not greater than Final CALC 3 Bonds Acceptance Amount and the Final CALC Notes Acceptance Amount, respectively, no Scaling Factor will be applied to the Notes that have been validly tendered (and which tender was not validly revoked in the limited circumstances in which revocation is permitted) pursuant to the Offers;
- (iii) the aggregate principal amount of the CALC 3 Bonds and the CALC Notes validly tendered for purchase pursuant to the Offers are U.S.\$50,720,000 and U.S.\$400,000, respectively;

- (iv) the Settlement Date of the Offers is expected to be on or around 19 September 2023, when payment of the Purchase Consideration by the Offeror will be made, and all validly tendered Notes accepted for purchase by the Offeror will be cancelled; and
- (v) following the settlement of the Offers, U.S.\$148,880,000 and U.S.\$91,400,000 in aggregate principal amount of the CALC 3 Bonds and the CALC Notes will remain outstanding, respectively.

Further Details

The acceptance by the Offeror of Notes for purchase and settlement of an Offer will be subject to certain conditions as set out in the Tender Offer Memorandum. Further announcement(s) in respect of the Offers will be made by the Offeror as and when appropriate.

Further terms and conditions of the Offers are set forth in the Tender Offer Memorandum. The Tender Offer Memorandum and all documents related to the Tender Offer can be found on the Tender Offer Website, subject to eligibility confirmation and registration: <https://deals.is.kroll.com/calc>.

The Offeror has appointed Mizuho Securities Asia Limited to act as sole dealer manager (the “**Sole Dealer Manager**”) in relation to the Offers, and the Offeror has appointed Kroll Issuer Services Limited as the information and tender agent (the “**Information and Tender Agent**”) in relation to the Offers.

Holders who have questions in relation to the Offers may contact Mizuho Securities Asia Limited (Telephone: +852 2685 2023 / +852 2685 2079; Email: LiabilityManagement_GC@hk.mizuho-sc.com).

Holders who have questions in relation to the delivery of Tender Instructions or wish to obtain copies of the documents relating to the Tender Offer may contact Kroll Issuer Services Limited (Email: calc@is.kroll.com; Telephone: +44 20 7704 0880 or +852 2281 0114).

DISCLAIMER

This announcement must be read in conjunction with the Tender Offer Memorandum. This announcement and the Tender Offer Memorandum contain important information which should be read carefully before any decision is made with respect to the Offers. If any Holder is in any doubt as to the action it should take or is unsure of the impact of the Offers, it is recommended to seek its own financial and legal advice, including as to any tax consequences, from its stockbroker, bank manager, solicitor, accountant or other independent financial or legal adviser. None of the Offeror, the Issuers, the Sole Dealer Manager or the Information and Tender Agent is providing Holders with any legal, business, tax, investment or other advice.

Neither this announcement nor the Tender Offer Memorandum constitutes an invitation to participate in the Offers in or from any jurisdiction in or from which, or from any person to or from whom, it is unlawful to make such offer under applicable securities laws or otherwise.

Persons into whose possession this announcement or the Tender Offer Memorandum comes are required by each of the Offeror, the Issuers, the Sole Dealer Manager and the Information and Tender Agent to inform themselves about and to observe, any such restrictions.

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

Hong Kong, 15 September 2023

As at the date of this announcement, (i) the Executive Directors are Mr. ZHANG Mingao (Chairman), Mr. POON Ho Man (Chief Executive Officer) and Ms. LIU Wanting (Chief Commercial 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.