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ALLIANCE INTERNATIONAL EDUCATION LEASING HOLDINGS LIMITED

友聯國際教育租賃控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1563)

DISCLOSEABLE TRANSACTION
FINANCE LEASE AGREEMENT

FINANCE LEASE AGREEMENT

The Board is pleased to announce that, on 30 December 2025 (after trading hours), the Lessor (as lessor), a subsidiary of the Company, entered into the Finance Lease Agreement with the Lessee (as lessee), pursuant to which (i) the Lessor agreed to purchase the Leased Assets from the Lessee at the consideration of RMB50,000,000; and (ii) the Lessor agreed to lease the Leased Assets to the Lessee for a term of thirty-six months, at a total lease amount of approximately RMB55,506,000, being the sum of lease principal and lease interest.

LISTING RULES IMPLICATIONS

Pursuant to Chapter 14 of the Listing Rules, as the highest of the applicable percentage ratios (as defined in Rule 14.07 of the Listing Rules) in respect of the transactions contemplated under the Finance Lease Agreement is over 5% but less than 25%, the transactions contemplated thereunder constitute a disclosable transaction for the Company and are subject to the notification and announcement requirements under Chapter 14 of the Listing Rules.

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The principal terms of the Finance Lease Agreement are summarised as follows:

Date

30 December 2025 (after trading hours)

Parties

(i) the Lessor (as lessor); and

(ii) the Lessee (as lessee).

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, each of the Lessee and its ultimate beneficial owners are Independent Third Parties.

The Finance Lease Agreement comprises (i) the purchase of the Leased Assets by the Lessor from the Lessee; and (ii) the leaseback arrangement, details of which are set out below.

(a) Sale and purchase arrangement

Subject assets:	the Leased Assets
Consideration payable by the Lessor to the Lessee:	RMB50,000,000
Basis of determination of the consideration for the subject assets:	The consideration of the Leased Assets was determined after arm's length negotiations between the Lessor and the Lessee with reference to the book value of the Leased Assets and their status and condition.

Manner of payment of consideration:	Upon all payment conditions under the Finance Lease Agreement have been fulfilled, the Lessor shall pay the consideration to the Lessee within ten business days.
Payment conditions:	Pursuant to the Finance Lease Agreement: (a) The Finance Lease Agreement having come into effect and the relevant registration having been completed; (b) Each of the Guarantees having come into effect, and the Lessor having received a duly signed shareholders resolution from BROAD Group, approving that BROAD Group had executed a joint and several liability guarantee for the due performance of the Lessee's obligations under the Finance Lease Agreement; (c) The Lessor having received a duly signed shareholders resolution from the Lessee, approving the Leaseback arrangement, in the form and substance satisfactory to the Lessor; (d) The Lessor having received the deposit (as set out in the paragraph headed "(b) Leaseback arrangement" below in this announcement) paid by the Lessee; and (e) The Lessee having authorised and made available to a representative of the Lessor information containing the Lessee's business accounts and its account receivables. Each of the aforementioned payment conditions cannot be waived. As at the date of the announcement, all the aforementioned payment conditions have been fulfilled, save for condition (d), details of which are set out in the paragraph headed "Deposit" below in this announcement.

(b) Leaseback arrangement

Subject assets:	the Leased Assets
Lease period:	The lease period of the Leased Assets is thirty-six months commencing from the date on which the Lessor pays the consideration for the Leased Assets in accordance with the Finance Lease Agreement.
Lease payment:	Pursuant to the Finance Lease Agreement, the Lessee shall pay (a) the lease principal amount of RMB50,000,000 (being 100% of the total consideration for the Leased Assets); and (b) an aggregate lease interest of approximately RMB5,506,000, in twelve equal installments. The lease interest is calculated based on a fixed interest rate of 6.58% per annum.
Basis of determination of the lease payment:	The lease principal amount and lease interest were agreed between the Lessor and the Lessee after arm's length negotiations with reference to the purchase price payable in respect of the Leased Assets and the prevailing market interest rate for finance leases of comparable equipment.
Deposit:	The Lessee shall pay to the Lessor a deposit in the sum of RMB1,000,000 (bearing nil interest) within five business days of the date of the Finance Lease Agreement.
Guarantee:	Pursuant to the Finance Lease Agreement: (a) BROAD Group Co., Ltd.* (遠大科技集團有限公司) ("**BROAD Group**") (the parent company of the Lessee) had executed a joint and several liability guarantee for the due performance of the Lessee's obligations under the Finance Lease Agreement; and

	(b) Mr. Zhang Yue (one of the controlling shareholders and the executive director and general manager of BROAD Group) had executed a joint and several liability guarantee for the due performance of the Lessee's obligations under the Finance Lease Agreement.
Ownership of the Leased Assets:	During the lease period, the ownership of the Leased Assets shall belong to the Lessor.
Transfer of ownership of the Leased Assets:	Upon the expiration of the lease period, if the Lessee has properly and fully performed all its payment and other obligations under the Finance Lease Agreement, the Lessee may repurchase the Leased Assets at the nominal purchase price of RMB100.

REASONS FOR AND BENEFITS OF ENTERING INTO THE FINANCE LEASE AGREEMENT

The Finance Lease Agreement was entered into in the ordinary and usual course of business of the Lessor and is expected to generate stable finance lease income and cash flow for the Group. The Directors are of the view that the Finance Lease Agreement and the transactions contemplated thereunder are conducted on normal commercial terms, on an arm's length basis, are fair and reasonable and in the interests of the Group and the Shareholders as a whole.

INFORMATION ON THE LEASED ASSETS

The Leased Assets comprise the Lessee's project energy-saving equipment, with a total book value of approximately RMB61,471,296.

INFORMATION ON THE COMPANY AND THE PARTIES

The Group and the Lessor

The Company is an investment holding company. The Group is principally engaged in (i) finance leasing and provision of finance leasing and advisory services to customers mainly in the healthcare, aviation, shipping, manufacturing and public infrastructure industries in the PRC, and (ii) provision of private higher education in the PRC primarily through Nanshan University, a private institution of higher education that provides undergraduate and junior college diploma programmes, the financial results of which are consolidated into the consolidated financial statements of the Group.

The Lessor is principally engaged in finance leasing business in the PRC, with its focus on the aviation, healthcare and manufacturing industries. The Lessor is a limited liability company established in the PRC and a wholly-owned subsidiary of the Company.

The Lessee

The Lessee is principally engaged in the investment consulting, design, implementation and operational service of district air conditioning systems and industrial energy systems, and is a wholly-owned subsidiary of BROAD Group. Its ultimate beneficial owners are Mr. Zhang Yue (holding 99% equity interest) and Ms. Lai Yujing (holding 1% equity interest).

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, each of the Lessee, BROAD Group and their ultimate beneficial owners are Independent Third Parties.

LISTING RULES IMPLICATIONS

Pursuant to Chapter 14 of the Listing Rules, as the highest of the applicable percentage ratios (as defined in Rule 14.07 of the Listing Rules) in respect of the transactions contemplated under the Finance Lease Agreement is over 5% but less than 25%, the transactions contemplated thereunder constitute a disclosable transaction for the Company and are subject to the notification and announcement requirements under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, the following expressions shall have the following meanings unless the context otherwise requires:

"associate(s)"	has the meaning ascribed to it under the Listing Rules
"Board"	the board of Directors
"Company"	Alliance International Education Leasing Holdings Limited (友聯國際教育租賃控股有限公司), an exempted company incorporated in the Cayman Islands with limited liability, the issued shares of which are listed on the Main Board of the Stock Exchange (Stock code: 1563)
"Director(s)"	the director(s) of the Company
"Finance Lease Agreement"	the finance lease agreement entered into between the Lessor and the Lessee on 30 December 2025 for the lease of the Leased Assets by the Lessor to the Lessee, details of which are set out in the section headed "Finance Lease Agreement" in this announcement

"Group"	the Company and its subsidiaries
"Guarantees"	the guarantees executed by BROAD Group and Mr. Zhang Yue in favour of the Lessor for the due performance of the obligations of the Lessee under the Finance Lease Agreement, details of which are set out in the paragraph headed "Finance Lease Agreement — (b) Leaseback arrangement — Guarantee" above in this announcement
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"Independent Third Party(ies)"	any entity(ies) or persons who, together with its ultimate beneficial owner(s), as far as the Directors are aware after having made all reasonable enquiries, are independent of and not connected with the Company and its connected persons within the meaning under the Listing Rules
"Leased Assets"	equipment to be leased back by the Lessor to the Lessee under the Finance Lease Agreement (and includes any components, replacement parts, accessories and auxiliary parts thereof or to be attached thereto in the future), details of which are set out in the section headed "Information on the Leased Assets" above in this announcement
"Lessee"	BROAD Energy Service Co., Ltd.* (遠大能源利用管理有限公司), a company established in the PRC and a wholly-owned subsidiary of BROAD Group
"Lessor"	Nanshan Financial Leasing (Tianjin) Co., Ltd.* (南山融資租賃(天津)有限公司), a limited liability company established in the PRC and a wholly-owned subsidiary of the Company
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Nanshan University"	Yantai Nanshan University* (煙台南山學院), located in Longkou City, Shandong Province, the PRC (中國山東省龍口市), a private school registered and approved on 17 October 2000 as a private non-enterprise unit under the laws of the PRC, and its subordinate entities and units from time to time
"PRC"	the People's Republic of China (for the purpose of this announcement, excluding Hong Kong, the Macao Special Administrative Region of the PRC and Taiwan)

"RMB"	Renminbi, the lawful currency of the PRC
"Shareholder(s)"	shareholder(s) of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"%"	per cent.

By order of the Board
Alliance International Education Leasing Holdings Limited
Li Luqiang
Chairman

Hong Kong, 30 December 2025

As at the date of this announcement, the Board comprises Mr. Li Luqiang, Mr. Liu Zhenjiang, Ms. Liu Meina and Mr. Yuen Kin Shan as executive Directors; and Mr. Liu Changxiang, Mr. Liu Xuewei, Mr. Jiao Jian, Mr. Shek Lai Him Abraham and Ms. Xing Li as independent non-executive Directors.

* *For identification purposes only*