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)
(Stock code: 1848)

SALE OF THREE AIRCRAFT

The Board is pleased to announce that on 26 March 2026 (after trading hours), the parties entered into the Share Transfer Framework Agreements and the Share and Aircraft Transfer Framework Agreement, pursuant to which the Transferors agreed to sell, and the Transferee agreed to purchase the Aircraft by way of transferring the entire equity of the Special Purpose Vehicles owning direct interests in the Aircraft. The Transactions are expected to be completed on or before 30 June 2026.

SHARE TRANSFER FRAMEWORK AGREEMENTS AND SHARE AND AIRCRAFT TRANSFER FRAMEWORK AGREEMENT

The Board is pleased to announce that on 26 March 2026 (after trading hours), the parties entered into the Share Transfer Framework Agreements and the Share and Aircraft Transfer Framework Agreement, pursuant to which the Transferors agreed to sell, and the Transferee agreed to purchase the Aircraft by way of transferring the entire equity of the Special Purpose Vehicles owning direct interests in the Aircraft. Following the completion of the Transactions, the Transferor will provide aircraft asset management services to the Special Purpose Vehicles then held by the Transferee owning direct interests in the Aircraft under the Aircraft Asset Management Agreements**.**

Aircraft trading is one of the Group's ordinary course of businesses. The Transactions will increase the Group's net income from aircraft trading, satisfy the market's demand for aircraft and maintain the good relationship between the Group and its clients.

Date: 26 March 2026

Parties:

(a) the Transferors, which are wholly-owned subsidiaries of the Company. The Group is a leading full value chain aircraft solutions provider. Its scope of business includes regular operations such as aircraft leasing, purchase and leaseback, portfolio trading and asset management, as well as value-added services such as fleet planning, fleet upgrade, aircraft maintenance, repair and overhaul, aircraft disassembling and recycling, and aircraft component trading;

(b) the Transferee, which is principally engaged in financial leasing services. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Transferee and its ultimate beneficial owners are third parties independent of the Company and the connected persons of the Company; and

(c) the Special Purpose Vehicles, which are wholly-owned subsidiaries of the Company as at the date of this announcement.

Assets to be sold:	the Aircraft together with the Special Purpose Vehicles owning direct interests in the Aircraft
Completion:	It is estimated that completion of the Share Transfer Framework Agreements and the Share and Aircraft Transfer Framework Agreement will take place on or before 30 June 2026.

IMPLICATIONS OF THE LISTING RULES

As one or more of the applicable percentage ratios in respect of the Transactions exceed 25% but all are below 75%, the Transactions constitute major transactions for the Company under Chapter 14 of the Listing Rules. Nevertheless, the Transactions are Qualified Aircraft Leasing Activity and are only subject to the disclosure requirements under Rule 14.33D of the Listing Rules.

The Board has confirmed that (1) the Company has fulfilled the criteria for a Qualified Aircraft Lessor; (2) the Transactions are entered into by the Company in its ordinary and usual course of business and on normal commercial terms; and (3) the terms of the Transactions are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

DEFINITIONS

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

"Aircraft"	one Airbus A320 NEO aircraft and two Boeing B737-800 aircraft to be sold to the Transferee
"Aircraft Asset Management Agreements"	three aircraft asset management agreements entered into between the Transferor and each Special Purpose Vehicle on 26 March 2026 in relation to the provision of aircraft asset management services to the Aircraft by the Transferor following completion of the Transactions
"Aircraft Sale and Purchase Agreement"	the aircraft sale and purchase agreement entered into between a wholly-owned subsidiary of the Company as lessor (as seller) and the Transferee (as purchaser) on 26 March 2026, pursuant to which the lease-attached Aircraft will be transferred from the lessor to the Transferee, for purpose of facilitating the implementation of the Share and Aircraft Transfer Framework Agreement

"Board"	the board of Directors
"China Jianyin Investment"	China Jianyin Investment Co., Ltd. (中國建銀投資有限責任公司), a company established under the laws of the PRC with limited liability, a wholly-owned subsidiary of Central Huijin Investment Ltd. (中央匯金投資有限責任公司) and ultimately controlled by the State Council of the PRC and there are no other ultimate beneficial owners who hold more than 15% in the Transferee
"Company"	China Aircraft Leasing Group Holdings Limited (中國飛機租賃集團控股有限公司), an exempted company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the Main Board of the Stock Exchange
"connected person(s)"	has the meaning ascribed to it under the Listing Rules
"Directors"	the directors of the Company
"Grand Leasing Holdings"	Grand Leasing Holdings Limited is ultimately controlled by the Carlyle Group, an American multinational company with operations in private equity, alternative asset management and financial services
"Group"	the Company and its subsidiaries
"JIC Technology Investment"	JIC Technology Investment Co., Ltd. (建投華科投資股份有限公司), a subsidiary of China Jianyin Investment
"lease-attached Aircraft"	one Airbus A320 NEO aircraft subject to a head lease between a wholly-owned subsidiary of the Company as lessor and another wholly-owned subsidiary of the Company as lessee, which is further sub-leased to an airline customer by the lessee, to be sold to the Transferee under the Share and Aircraft Transfer Framework Agreement
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Main Star Investment"	Main Star Investment Limited (敏星投資有限公司), a wholly-owned subsidiary of China Merchants China Direct Investments Limited (招商局中國基金有限公司) (stock code: 0133.HK)
"percentage ratios"	has the meaning ascribed to it under Rule 14.07 of the Listing Rules

"PRC"	the People's Republic of China
"Qualified Aircraft Leasing Activity"	has the meaning ascribed to it under Rule 14.04(10D) of the Listing Rules
"Qualified Aircraft Lessor"	has the meaning ascribed to it under Rule 14.04(10E) of the Listing Rules
"Shareholders"	the shareholders of the Company
"Share and Aircraft Transfer Framework Agreement"	a share and aircraft transfer framework agreement entered into amongst the Transferor, the Transferee and the Special Purpose Vehicle on 26 March 2026, pursuant to which the Transferor agreed to sell, and the Transferee agreed to purchase the lease-attached Aircraft by way of transferring the entire equity of the Special Purpose Vehicles of the Company owning direct interests in the lease-attached Aircraft
"Share Transfer Framework Agreements"	two share transfer framework agreements entered into amongst the Transferor, the Transferee and the Special Purpose Vehicles on 26 March 2026, respectively, pursuant to which the Transferor agreed to sell, and the Transferee agreed to purchase the Aircraft by way of transferring the entire equity of the Special Purpose Vehicles of the Company owning direct interests in the Aircraft
"Special Purpose Vehicles"	three wholly-owned special purpose vehicles of the Company, which are incorporated in the PRC with limited liability and wholly-owned subsidiaries of the Company as at the date of this announcement. These special purpose vehicles of the Company have been established only in respect of the Aircraft and the only assets and liabilities of the special purpose vehicles are the Aircraft and other assets and liabilities in connection with the ownership and leasing of the Aircraft
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Transactions"	the entering into the Share Transfer Framework Agreements, the Share and Aircraft Transfer Framework Agreement and the Aircraft Sale and Purchase Agreement and the transactions contemplated thereunder
"Transferee"	JIC Leasing Co., Ltd. (中建投租賃股份有限公司), a company established under the laws of the PRC with limited liability, which is owned as to 80.69% by China Jianyin Investment, 14.30% by Grand Leasing Holdings, 4.98% by Main Star Investment, 0.03% by JIC Technology Investment, respectively. JIC Leasing Co., Ltd. is principally engaged in financial leasing services

"Transferors"	wholly-owned subsidiaries of the Company

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

Hong Kong, 26 March 2026

As at the date of this notice, (i) the Non-executive Directors are Mr. AN Xuesong (Chairman) and Mr. PAN Jianyun; (ii) the Executive Directors are Mr. POON Ho Man (Chief Executive Officer) and Mr. LI Guohui (Chief Financial Officer and Chief Strategy Officer); and (iii) the Independent Non-executive Directors are Mr. CHEOK Albert Saychuan, Mr. FAN Chun Wah, Andrew, J.P., Dr. HONG Wen and Mr. CHAN Ching Summit.