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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)

(Stock code: 1848)

**CONTINUING CONNECTED TRANSACTIONS
REVISION OF ANNUAL CAPS**

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
OF THE COMPANY HELD ON 17 MAY 2016**

The Board is pleased to announce that all the Resolutions as set out in the Notice were proposed and duly passed by the Independent Shareholders of the Company as ordinary resolutions by way of poll at the EGM held on 17 May 2016.

The board of directors (the “**Board**”) of China Aircraft Leasing Group Holdings Limited (the “**Company**”) is pleased to announce that at the extraordinary general meeting of the Company held on 17 May 2016 (the “**EGM**”), all the resolutions (the “**Resolutions**”) as set out in the notice of EGM dated 29 April 2016 (the “**Notice**”) were proposed and duly passed by the Independent Shareholders of the Company as ordinary resolutions by way of poll. Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as defined in the Notice.

Tricor Investor Services Limited, the Company’s branch share registrar and transfer office in Hong Kong, was appointed as scrutineer at the EGM for the purpose of vote-taking.

The poll results in respect of the Resolutions were as follows:

Ordinary Resolutions ^(Notes)		Number of votes (approximate %)		Total number of shares voted
		For	Against	
1.	To approve, confirm and ratify the Supplemental Deposit Services Framework Agreement dated 8 April 2016 entered into between the Company and CE Group, and the proposed Revised Caps for the transactions contemplated thereunder for the years of 2016, 2017 and 2018 and to authorize any one director of the Company to do all such things and acts as he/she may in his/her discretion consider necessary, expedient or desirable for the purpose of or in connection with the implementation of the Supplemental Deposit Services Framework Agreement and the transactions thereunder.	222,443,260 shares (100%)	0 share (0%)	222,443,260

Ordinary Resolutions ^(Notes)		Number of votes (approximate %)		Total number of shares voted
		For	Against	
2.	To approve, confirm and ratify the Supplemental Loan Services Framework Agreement dated 8 April 2016 entered into between the Company and CE Group, and the proposed Revised Caps for the transactions contemplated thereunder for the years of 2016, 2017 and 2018 and to authorize any one director of the Company to do all such things and acts as he/she may in his/her discretion consider necessary, expedient or desirable for the purpose of or in connection with the implementation of the Supplemental Loan Services Framework Agreement and the transactions thereunder.	222,443,260 shares (100%)	0 share (0%)	222,443,260
3.	To approve, confirm and ratify the Supplemental Assignment of Finance Lease Receivables Framework Agreement dated 8 April 2016 entered into between the Company and CE Group, and the proposed Revised Caps for the transactions contemplated thereunder for the years of 2016, 2017 and 2018 and to authorize any one director of the Company to do all such things and acts as he/she may in his/her discretion consider necessary, expedient or desirable for the purpose of or in connection with the implementation of the Supplemental Assignment of Finance Lease Receivables Framework Agreement and the transactions thereunder.	222,443,260 shares (100%)	0 share (0%)	222,443,260

Notes:

- (1) As at the date of the EGM, the total number of issued shares of the Company was 616,653,100 shares.
- (2) In respect of Resolutions no.1 to 3, there were a total number of 400,793,621 Shares entitling the Independent Shareholders thereof to attend and vote on such resolutions. There were no Shares entitling the holders thereof to attend and abstain from voting in favour of such Resolutions at the EGM as set out in Rule 13.40 of the Listing Rules. China Everbright Limited and its close associates, which together held a total number of 215,859,479 Shares (representing approximately 35.01% of the issued share capital of the Company) as at the date of the EGM were required to abstain from voting on such Resolutions and had done so at the EGM.
- (3) The full text of the Resolutions is set out in the Notice.

As more than 50% of the votes were cast in favour of Resolutions no. 1 to 3 respectively, each of the Resolutions was duly passed as an ordinary resolution by way of poll at the EGM.

By order of the Board
China Aircraft Leasing Group Holdings Limited
CHEN Shuang
*Executive Director, Chairman and
Chief Executive Officer*

Hong Kong, 17 May 2016

As at the date of this announcement, (i) the Executive Directors are Mr. CHEN Shuang and Ms. LIU Wanting; (ii) the Non-executive Directors are Mr. TANG Chi Chun, Mr. GUO Zibin and Ms. CHEN Chia-Ling; and (iii) the Independent Non-executive Directors are Mr. FAN Yan Hok, Philip, Mr. NIEN Van Jin, Robert and Mr. CHEOK Albert Saychuan.