



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)

Procedures for shareholders to propose a person for election as director

According to the articles of association (the “**Articles**”) of China Aircraft Leasing Group Holdings Limited (the “**Company**”), the Company may from time to time in general meeting by ordinary resolution elect any person to be a director of the Company (“**Director**”) either to fill a casual vacancy on the board of Directors (the “**Board**”) or as an additional Director.

Pursuant to Article 16.4 of the Articles, no person shall, unless recommended by the Board for election, be eligible for election to the office of Director at any general meeting, save that a shareholder of the Company (not being the person to be proposed as a Director) who is qualified to attend and vote at the general meeting for which notice of such general meeting is given may propose a person for election as a Director at the general meeting following the procedures described below. Such procedures are subject to the Articles and applicable legislation and regulations, in particular the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands.

If a shareholder of the Company wishes to propose a person (“**Nominated Candidate**”) for election as a Director at any general meeting:

1. such shareholder (“**Shareholder**”) shall lodge with the Company Secretary at such office of the Company as the Board may from time to time determine to be the principal office of the Company:
 - (i) a written notice of his/her/its intention to propose the Nominated Candidate for election as a Director, duly signed by the Shareholder with his/her/its name, contact address and contact telephone number stated in an eligible manner; and
 - (ii) a written notice signed by the Nominated Candidate of his/her willingness to be elected as a Director together with biographical details and information of the Nominated Candidate as would be required to be disclosed under rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and be signed by the Shareholder;
2. the period for lodgment of such notices shall commence no earlier than the day after the dispatch of the notice of the general meeting appointed for such election and end no later than 7 days prior to the date of such general meeting; and
3. the minimum length of the period during which such notices to the Company may be given is at least 7 days.