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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)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING
OF THE COMPANY HELD ON 10 MAY 2019**

AND

(2) CHANGE OF CHAIRMAN AND EXECUTIVE DIRECTOR

Poll Results of the AGM

At the AGM, all the Resolutions as set out in the Notice were proposed and duly passed by the Shareholders as ordinary resolutions by way of poll.

Change of Chairman and Executive Director

Following the conclusion of the AGM, Mr. CHEN resigned as the Chairman of the Board, an executive Director, the Chairman of the Strategy Committee and a member of the Sustainability Steering Committee of the Company with immediate effect due to his work arrangement in other capacity.

During the past years, Mr. CHEN has made valuable and outstanding contribution to the Company's success, especially in the listing of the Shares on the Main Board of the Stock Exchange in 2014. The Board would like to express its utmost appreciation and sincere gratitude to Mr. CHEN for his remarkable achievements during his tenure of service.

Dr. ZHAO has been appointed as the Chairman of the Board, an executive Director, the Chairman of the Strategy Committee and a member of the Sustainability Steering Committee of the Company in place of Mr. CHEN with effect from 10 May 2019.

(1) Poll Results of the AGM

The board of directors (the "**Board**") of China Aircraft Leasing Group Holdings Limited (the "**Company**") is pleased to announce that at the annual general meeting of the Company held on 10 May 2019 (the "**AGM**"), all the resolutions (the "**Resolutions**") as set out in the notice of AGM dated 4 April 2019 (the "**Notice**") were proposed and duly passed by the Shareholders as ordinary resolutions by way of poll.

Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as defined in the circular of the Company dated 4 April 2019 (the “Circular”).

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

Ordinary Resolutions ^(Note 4)		Number of votes (approximate %)		Total number of Shares voted
		For	Against	
1.	To receive and consider the audited financial statements and the reports of the Directors and the auditor for the year ended 31 December 2018.	474,856,874 Shares (100%)	0 Share (0%)	474,856,874
2.	To declare a final dividend of HK\$0.44 per Share for the year ended 31 December 2018.	474,856,874 Shares (100%)	0 Share (0%)	474,856,874
3.(i)	(a) To re-elect Mr. CHEN Shuang as a Director.	473,343,524 Shares (99.68%)	1,513,350 Shares (0.32%)	474,856,874
	(b) To re-elect Mr. TANG Chi Chun as a Director.	474,160,524 Shares (99.85%)	696,350 Shares (0.15%)	474,856,874
	(c) To re-elect Mr. CHOW Kwong Fai, Edward as a Director.	474,059,024 Shares (99.83%)	797,850 Shares (0.17%)	474,856,874
3.(ii)	To authorise the Board to fix the remuneration of the Directors.	474,856,874 Shares (100%)	0 Share (0%)	474,856,874
4.	To re-appoint PricewaterhouseCoopers as the auditor of the Company and to authorise the Board to fix its remuneration.	473,558,070 Shares (99.73%)	1,298,804 Shares (0.27%)	474,856,874
5.	To grant a general mandate to the Directors to issue new Shares up to 20% as set out in ordinary resolution no. 5.	452,127,225 Shares (95.21%)	22,729,649 Shares (4.79%)	474,856,874

Ordinary Resolutions ^(Note 4)		Number of votes (approximate %)		Total number of Shares voted
		For	Against	
6.	To grant a general mandate to the Directors to repurchase Shares up to 10% as set out in ordinary resolution no. 6.	474,856,874 Shares (100%)	0 Share (0%)	474,856,874
7.	To approve the extension of the general mandate to issue new Shares as set out in ordinary resolution no. 7.	453,528,029 Shares (95.51%)	21,328,845 Shares (4.49%)	474,856,874

Notes:

- (1) As at the date of the AGM, the total number of issued Shares was 677,269,380 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on the Resolutions proposed at the AGM.
- (2) None of the Shareholders was required under the Listing Rules to abstain from voting in favour of the Resolutions at the AGM.
- (3) Tricor Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong, was appointed as scrutineer for the vote-taking at the AGM.
- (4) 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 nos. 1 to 7 respectively, each of the Resolutions was duly passed as an ordinary resolution by way of poll at the AGM.

(2) CHANGE OF CHAIRMAN AND EXECUTIVE DIRECTOR

Resignation of Mr. CHEN Shuang

The Board hereby announces that following the conclusion of the AGM, Mr. CHEN Shuang ("Mr. CHEN") resigned as the Chairman of the Board, an executive Director, the Chairman of the Strategy Committee and a member of the Sustainability Steering Committee of the Company with immediate effect due to his work arrangement in other capacity.

Mr. CHEN has confirmed to the Board that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the Shareholders.

During the past years, Mr. CHEN has made valuable and outstanding contribution to the Company's success, especially in the listing of the Shares on the Main Board of the Stock Exchange in 2014. With his support for the Group's business model, the Company has implemented its corporate strategy effectively. Besides, the Group has built a strong network of financing resources supporting further business expansion, thanks to Mr. CHEN's connections and experience in the finance and banking sectors. The Board would like to express its utmost appreciation and sincere gratitude to Mr. CHEN for his remarkable achievements during his tenure of service.

Appointment of Dr. ZHAO Wei

The Board is pleased to announce that Dr. ZHAO Wei (“**Dr. ZHAO**”) has been appointed as the Chairman of the Board, an executive Director, the Chairman of the Strategy Committee and a member of the Sustainability Steering Committee of the Company in place of Mr. CHEN with effect from 10 May 2019. Dr. ZHAO has also been appointed as the chairman and an executive director of Aircraft Recycling International Limited, a commonly held entity of the Company on the same day.

The biographies of Dr. ZHAO are set out below:

Dr. ZHAO, aged 48, joined the board of China Everbright Limited (stock code: 165.HK) (“CEL”, together with its subsidiaries, collectively “CEL Group”) in May 2019 and is currently an executive director of CEL and the Chief Executive Officer of CEL Group. Dr. ZHAO is also a non-executive director of China Everbright Bank Company Limited (stock code: 601818.SH, 6818.HK). Prior to joining CEL Group, Dr. ZHAO was the Vice President and the Chief Financial Officer of China Reinsurance (Group) Corporation (stock code: 1508.HK) and a director of Asian Reinsurance Corporation. Dr. ZHAO used to serve in China Life Insurance (Group) Company and China Life Asset Management Company Limited, and also used to serve as the General Manager of China Life Asset Management (Hong Kong) Corporation Limited, the President of China Life Franklin Asset Management Co., Limited and the Vice President of New China Asset Management Corporation Limited. He also used to be the General Manager and the Vice Chairman of China Re Asset Management Company Ltd., the Chairman of China Re Asset Management (Hong Kong) Company Limited and the Chairman of China ReCapital Management Company Limited, and served as a non-executive director of Beijing Jingneng Clean Energy Co., Limited (stock code: 579.HK) from December 2016 to January 2019.

Dr. ZHAO obtained a Master's degree in national economic planning and management from Jilin University and a Doctoral degree in finance from the Fiscal Science Research Institute of the Ministry of Finance (now known as Chinese Academy of Fiscal Sciences).

Save as disclosed above, Dr. ZHAO (i) does not hold and has not held any other directorships in the last three years in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas, and he does not have any other major appointments or professional qualifications; and (ii) does not hold any position with the Group and does not have any relationship with the directors, senior management and substantial or controlling shareholders of the Company.

As at the date of this announcement, Dr. ZHAO does not have any interest in the Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Dr. ZHAO has entered into a service contract with the Company with no specific term and his directorship is subject to retirement by rotation and re-election at annual general meetings in accordance with the articles of association of the Company. There is no director's emolument and salary for Dr. ZHAO as the Chairman of the Board and an executive Director, but he is entitled to a discretionary bonus which is recommended by the Remuneration Committee of the Company with reference to his duties and responsibilities, the performance of the Group and the market conditions.

Save as disclosed above, the Board is not aware of any other matters or information that need to be brought to the attention of the Shareholders or to be disclosed pursuant to rule 13.51(2) of the Listing Rules in relation to the appointment of Dr. ZHAO.

The Board would like to express its warmest welcome to Dr. ZHAO for joining the Board.

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

Hong Kong, 10 May 2019

As at the date of this announcement, (i) the Executive Directors are Dr. ZHAO Wei, Mr. POON Ho Man and Ms. LIU Wanting; (ii) the Non-executive Director is Mr. TANG Chi Chun; and (iii) the Independent Non-executive Directors are Mr. FAN Yan Hok, Philip, Mr. NIEN Van Jin, Robert, Mr. CHEOK Albert Saychuan and Mr. CHOW Kwong Fai, Edward, JP.