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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)**

**POLL RESULTS OF THE ANNUAL GENERAL  
MEETING OF THE COMPANY HELD ON 17 MAY 2016  
AND  
RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR  
AND  
CHANGE OF CHAIRMAN OF AUDIT COMMITTEE**

**Poll Results of the Annual General Meeting**

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

**Retirement of Independent Non-executive Director and Change of Chairman of Audit Committee**

Following the retirement of Mr. NG Ming Wah, Charles, Mr. CHEOK Albert Saychuan, an independent non-executive director of the Company, has been appointed as the Chairman of the Audit Committee with effect from 17 May 2016.

**Poll Results of the Annual General Meeting**

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 17 May 2016 (the “**AGM**”), all the resolutions (the “**Resolutions**”) as set out in the notice of AGM dated 14 April 2016 (the “**Notice**”) were proposed and duly passed by the shareholders of the Company as ordinary resolutions by way of poll. Tricor Investor Services Limited, the Company’s branch share registrar and transfer office in Hong Kong, was appointed as scrutineer at the AGM for the purpose of vote-taking.

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

Ordinary Resolutions <sup>(Notes)</sup>		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 2015.	437,456,739 shares (100%)	0 share (0%)	437,456,739
2.	To declare a final dividend of HK\$0.18 per share for the year ended 31 December 2015.	437,456,739 shares (100%)	0 share (0%)	437,456,739
3.(a)	(i) To re-elect Mr. CHEN Shuang as a Director.	437,456,739 shares (100%)	0 share (0%)	437,456,739
	(ii) To re-elect Ms. LIU Wanting as a Director.	437,456,739 shares (100%)	0 share (0%)	437,456,739
	(iii) To re-elect Mr. TANG Chi Chun as a Director.	437,456,739 shares (100%)	0 share (0%)	437,456,739
	(iv) To re-elect Mr. FAN Yan Hok, Philip as a Director.	437,375,737 shares (99.98%)	81,002 shares (0.02%)	437,456,739
	(v) To re-elect Ms. CHEN Chia-Ling as a Director.	437,456,739 shares (100%)	0 share (0%)	437,456,739
3.(b)	To authorise the Board to fix the remuneration of the Directors.	437,456,739 shares (100%)	0 share (0%)	437,456,739
4.	To re-appoint PricewaterhouseCoopers as the auditor and to authorise the Board to fix its remuneration.	437,393,737 shares (99.99%)	63,002 shares (0.01%)	437,456,739
5.	To grant a general mandate to the Directors to issue new shares up to 20%.	422,837,486 shares (96.66%)	14,619,253 shares (3.34%)	437,456,739
6.	To grant a general mandate to the Directors to repurchase shares up to 10%.	437,456,739 shares (100%)	0 share (0%)	437,456,739

Ordinary Resolutions <sup>(Notes)</sup>		Number of votes (approximate %)		Total number of shares voted
		For	Against	
7.	To approve the extension of the general mandate to issue new shares pursuant to ordinary resolution no. 5.	422,837,486 shares (96.66%)	14,619,253 shares (3.34%)	437,456,739

Notes:

- (1) As at the date of the AGM, the total number of issued shares of the Company was 616,653,100 shares, which was the total number of shares entitling the holders to attend and vote on the Resolutions proposed at the AGM.
- (2) There was no share in the Company entitling the holders to attend and abstain from voting in favour of the Resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
- (3) None of the shareholders of the Company were required under the Listing Rules to abstain from voting.
- (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.

### **Retirement of Independent Non-executive Director and Change of Chairman of Audit Committee**

Reference is made to the announcement of the Company dated 22 March 2016 in relation to the retirement by rotation of Mr. NG Ming Wah, Charles (“**Mr. NG**”) as an independent non-executive director of the Company with effect from the conclusion of the AGM.

Following the retirement of Mr. NG, Mr. CHEOK Albert Saychuan, an independent non-executive director of the Company, has been appointed as the Chairman of the Audit Committee with effect from 17 May 2016.

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.*