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國銀金融租賃股份有限公司\*

**CHINA DEVELOPMENT BANK FINANCIAL LEASING CO., LTD.\***

*(A joint stock limited company incorporated in the People's Republic of China)*

**(Stock Code: 1606)**

## **DISCLOSEABLE TRANSACTION IN RELATION TO THE PURCHASE AND LEASEBACK OF ONE AIRCRAFT**

Reference is made to the announcements of China Development Bank Financial Leasing Co., Ltd. (the “**Company**”) dated 16 November 2017 and 11 May 2018 respectively in relation to the purchase and leaseback agreements entered into by CDB Aviation Lease Finance DAC (“**CDBALF**”) and Go Airlines (India) Limited (the “**Lessee**”) regarding the purchase and leaseback of thirteen new A320neo aircraft (the “**Completed Transactions**”).

The board of directors of the Company (the “**Board**”) is pleased to announce that CDBALF, a wholly-owned subsidiary of the Company, has entered into the fourteenth purchase and leaseback agreement (the “**Fourteenth Purchase and Leaseback Agreement**”) with the Lessee on 18 October 2018, pursuant to which CDBALF has agreed to purchase the fourteenth new A320neo aircraft from the Lessee and lease such aircraft back to the Lessee upon delivery.

Pursuant to Rule 14.22 of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the purchase and leaseback under the Fourteenth Purchase and Leaseback Agreement (the “**New Transaction**”) is required to be aggregated with the Completed Transactions (collectively referred to as the “**Total Transaction**”). As the highest applicable percentage ratio for the Total Transaction exceeds 25% but less than 100%, the Total Transaction constitutes a major transaction of the Company under Chapter 14 of the Listing Rules. Nevertheless, as the Total Transaction constitutes a Qualified Aircraft Leasing Activity (as defined in the Listing Rules), the New Transaction is exempt from the announcement, circular and/or shareholders’ approval requirements, provided that the conditions set out in Rule 14.33C of the Listing Rules are fulfilled.

\* *CHINA DEVELOPMENT BANK FINANCIAL LEASING CO., LTD. is (a) not an authorized institution within the meaning of the Banking Ordinance; (b) not authorized to carry on banking/ deposit-taking business in Hong Kong; and (c) not subject to the supervision of the Hong Kong Monetary Authority.*

The details of the New Transaction are summarized as follows:

**Date**

18 October 2018

**Aircraft under the New Transaction**

One A320neo aircraft

**Parties**

“Lessor” CDBALF, which is principally engaged in aircraft leasing. It is a wholly-owned subsidiary of the Company. The principal business of the Company includes providing comprehensive leasing services to high-quality customers in industries including aviation, infrastructure, shipping, commercial vehicle and construction machinery.

“Lessee” Go Airlines (India) Limited, which is principally engaged in the business of operation of scheduled airline services.

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, the Lessee and its ultimate beneficial owner are third parties independent of the Company and its connected persons.

**Delivery Term**

CDBALF expects to take delivery of the aircraft under the Fourteenth Purchase and Leaseback Agreement by the end of 2018.

The Board hereby confirms that, (i) the Company has fulfilled the qualification criteria for a Qualified Aircraft Lessor as set out in Rule 14.04(10E) of the Listing Rules; (ii) the New Transaction is entered into by the Company, through CDBALF, in its ordinary and usual course of business and on normal commercial terms; and (iii) the terms of the New Transaction are fair and reasonable and in the interests of the Company and its shareholders as a whole.

By order of the Board  
**CHINA DEVELOPMENT BANK FINANCIAL LEASING CO., LTD.**  
**Wang Xuedong**  
*Chairman*

Shenzhen, the PRC  
18 October 2018

*As at the date of this announcement, the executive Directors are Mr. WANG Xuedong and Mr. HUANG Min; the non-executive Director is Mr. LI Yingbao; and the independent non-executive Directors are Mr. ZHENG Xueding, Mr. XU Jin and Mr. ZHANG Xianchu.*