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BOC AVIATION LIMITED

中銀航空租賃有限公司*

(Incorporated in the Republic of Singapore with limited liability)

Stock code: 2588

**DISCLOSEABLE TRANSACTION
IN RELATION TO THE PURCHASE OF
THREE BOEING 777-300ER AIRCRAFT**

The Board is pleased to announce that the Company has agreed to purchase three Boeing 777-300ER aircraft from The Boeing Company. The Transaction constitutes a Qualified Aircraft Leasing Activity of the Company.

1. Introduction

The Board of Directors (the “**Board**”) of BOC Aviation Limited (the “**Company**”) is pleased to announce that on 10 December 2018, it entered into an agreement (the “**Agreement**”) with The Boeing Company (the “**Seller**”) pursuant to which the Company agreed to purchase three Boeing 777-300ER aircraft from the Seller (the “**Transaction**”).

This announcement is made pursuant to Listing Rule 14.33D(1).

2. Details of the Transaction

2.1 The Aircraft

Three Boeing 777-300ER aircraft scheduled for delivery in 2020.

2.2 The Company

BOC Aviation Limited, which is a leading global aircraft operating leasing company with a fleet of 499 aircraft owned, managed or on order as at 30 September 2018.

* *For identification purpose only*

2.3 The Seller

The Boeing Company, a corporation organized and existing under the General Corporation Law of the State of Delaware, U.S.A. The Seller is principally engaged in the business of aircraft manufacturing. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Seller and its ultimate beneficial owners are third parties independent of the Company and the connected persons of the Company.

2.4 Other terms

The Company has entered into long term leases with an airline in respect of the Aircraft.

3. Listing Rules Implications of the Transaction

- 3.1 The Board confirms that the Company is a listed issuer actively engaged in aircraft leasing with aircraft operators as a principal business in its ordinary and usual course of business and the Company is therefore a Qualified Aircraft Lessor (as defined in the Listing Rules).
- 3.2 The Board further confirms that (a) the Transaction is entered into in the Company's ordinary and usual course of business and on normal commercial terms, and (b) the terms of the Transaction are fair and reasonable and in the interests of the Company and its shareholders as a whole.
- 3.3 As one or more of the relevant percentage ratios for the Transaction under Rule 14.07 of the Listing Rules is more than 5% but all relevant percentage ratios are less than 25%, the Transaction constitutes a discloseable transaction of the Company. However, as the Transaction constitutes a Qualified Aircraft Leasing Activity (as defined in the Listing Rules) of the Company, the Transaction is exempt from the announcement, circular and/or shareholder' approval requirements under Listing Rule 14.33C.

By Order of the Board
BOC Aviation Limited
Zhang Yanqiu Juliana
Company Secretary

Hong Kong, 11 December 2018

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Wang Jian as Vice Chairman and Executive Director, Mr. Robert James Martin as Executive Director, Mr. Li Mang, Mr. Liu Chenggang, Mr. Wang Zhiheng and Ms. Zhu Lin as Non-executive Directors and Mr. Dai Deming, Mr. Fu Shula, Mr. Antony Nigel Tyler and Dr. Yeung Yin Bernard as Independent Non-executive Directors.