

Edgar Filing: AerCap Holdings N.V. - Form 3

				Shares		or Indirect (1) (Instr. 5)	
Restricted Stock Unit	05/31/2018 ⁽²⁾	Â ⁽²⁾	Ordinary Shares	742,000	\$ ⁽¹⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Scruggs Philip Gene AERCAP HOUSE STATIONSPLEIN 965 SCHIPHOL, P7 1117CE	Â	Â	Â Chief Commercial Officer	Â

Signatures

/s/ Philip Scruggs
05/14/2014
Date

**Signature of
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Grant of RSUs pursuant to Aer Cap Holdings N.V. 2012 Employees and Officers Equity Incentive Plan. Each Restricted Stock Unit ("RSU") represents a right to receive, upon settlement, either (i) a number of Shares equal to the number of vested RSUs that become payable upon the applicable payment date; (ii) the cash equivalent of such number of Shares; or (iii) a combination of items (i) and (ii). This form is filed voluntarily. As a foreign private issuer, AerCap is exempted from Section 16 of the Exchange Act by Rule 3a12-3.
- (2) 247,309 of the RSUs will vest on 05/31/2018. A certain percentage of the remaining 494,691 RSUs will vest on 05/31/2018 subject to certain performance goals.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.