### Edgar Filing: AIR LEASE CORP - Form 4

Form 4 June 07, 2013       OMB APPROVAL         FORM 4 June or row of the longer section 16. Form 4 or section 16. Form 4 or section 16. Form 4 or section 17.0 of the Public Utility Holding Company Act of 1934, obligations may continue. Section 17.0 of the Public Utility Holding Company Act of 1934, obligations may continue. Section 17.0 of the Public Utility Holding Company Act of 1934, obligations may continue. Section 17.0 of the Public Utility Holding Company Act of 1935 or Section at 10.0 of the Public Utility Holding Company Act of 1935 or Section (h).       Section 17.0 of the Public Utility Holding Company Act of 1940 (tb).         (Print or Type Responses)       1. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         1. Name and Address of Reporting Person (tb).       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         2000 AVENUE OF THE STARS LIT HELOR       0.606/2013       0.606/2013       Check all applicable. Month/Day/Year)         (Street)       4. If Amendment, Date Original Field/Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) - Lorent field by Mare than One Reporting Person X. Form f	AIR LEASE	CORP											
FORM 4 UNITED STATES SECURITIES       OMB APPROVAL Washington, D.C. 20549       MMB       2235-027         Check this box if no long section 16. Section 16. Section 16. Section 17(a) of the PUBLIC ULITIES       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP SECURITIES       The PUBLIC ULITIES SECURITIES       The PUBLIC ULITIES Section 17(a) of the Public ULITIE HOUSE AND PUBLIC ULITIES Section 17(a) of the Public ULITIE HOUSE AND PUBLIC ULITIES Section 17(a) of the Public ULITIE HOUSE AND PUBLIC ULITIES Section 16(a) of the Securities Exchange Act of 1934, itb).       The PUBLIC ULITIES Section 16(a) of the Securities Exchange Act of 1934, itb).       The PUBLIC ULITIE HOUSE Section 17(a) of the Public ULITIE HOUSE ARES MANAGEMENT LLC Symbol ARES MANAGEMENT LLC Symbol Symbol States 12TH FLOOR       S. Relationship of Reporting Person(s) to Issuer       S. Relationship of Reporting Person(s) to Issuer         (Instr. 3)       (First)       (Month/Day/Year)       S. Relationship of Reporting Person Symbol Difference       S. Relationship of Reporting Person Symbol Code (Instr. 3, 4 and 5)       S. Relationship of R		_											
Check this box if no longer subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       MB Number: 2225-0287         STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Porm 4 or Notigations may continue. Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       MB Number: 2025-0287         State Name and Address of Reporting Person 10(b).       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, of the Justice Name and Ticker or Trading Symbol ARES MANAGEMENT LLC       S. Issuer Name and Ticker or Trading Symbol AIR LEASE CORP [AL]       S. Relationship of Reporting Person(s) to Issuer         (Last)       (Hast)       (Middle)       3. Date of Earliest Transaction (Mont/Day/Year)       S. Relationship of Reporting Person(s) to Issuer         2000 AVENUE OF THE STARS, 12TH FLOOR       6. Individual of Joint/Group Filing(Check ARE LEASE CORP [AL]       0. form filed by One Reporting Person (Mont/Day/Year)       6. Individual of Joint/Group Filing(Check ARE LEASE CORP (AL)         (Cry)       (State)       2.1. Same for the Provide Securities Acquired (A) (Mont/Day/Year)       3. 4. Sccurities Acquired (A) (Mont/Day/Year)       5. Mature Securities Acquired (A) (Instr. 3)       7. Nature Securities (Montrol for the Preson (Montr/Day/Year)       3. 4. Sccurities Acquired (A) (Instr. 3. and 4)       7. Nature Securities (Montr/Day/Year)       7. Nature Securities (Montrol for the Preson (Instr. 3. and 4)       7. Nature Securities (Montrol for the Preson (Montrol for the Preson (Montro	<i>.</i>												
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10b.       Print or Type Responses)         1. Name and Address of Reporting Person <sup>+</sup> .       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         ARES MANAGEMENT LLC       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Check all applicable)         2000 A VENUE OF THE STARS, 12TH FLOOR       06/06/2013       ————————————————————————————————————		inue.			•	<b>•</b> •							
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ARES MANAGEMENT LLC       Symbol       Issuer         AIR LEASE CORP [AL]       (Check all applicable)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Director $Check all applicable$ 2000 AVENUE OF THE STARS, 12TH FLOOR       06/06/2013       Image: Check all applicable       Image: Check all applicable       Image: Check all applicable         2000 AVENUE OF THE STARS, 12TH FLOOR       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing/Check $Applicable Line)$ - Form filed by More Reporting Person X. Form filed by More Reported (Instr. 3)       7. Nature Of Indirect (Instr. 3)         1. Title of Security (Instr. 3)       2. Transaction Date (Month/Day/Year)       3. 4. Security (Instr. 3)       5. Amount of One Reported (Instr. 4)       6. Amount of One Reported (Instr. 4)       6. Amount of One Reported (Instr. 4)       7. Nature Beneficially Or Reported (Instr. 4)         Class A common stock, par value S0.01       06/06/2013       S       3. $3.062,787$ D	1. Name and A	ddress of Reporting	Person *	2. Issuer	· Name <b>and</b>	l Ticker or Tra	ding	5. I	Relationship of F	Reporting Perso	on(s) to		
(Last)       (First)       (Middle)       3. Date of Earliest Transaction       (Check all applicable)         2000 AVENUE OF THE STARS, 12TH FLOOR       06/06/2013	ARES MAN	JAGEMENT LL	С				8	Issu					
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Interval of a rink       below)       below)       below)         STARS, 12TH FLOOR         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line)         LOS ANGELES, CA 90067         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Applicable Line)       5. Amount of 6.       7. Nature         1.Title of Security       2. Transaction Date (Month/Day/Year)       2A. Deemed Execution Date, if any (Month/Day/Year)       3.       4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5)       5. Amount of 6.       7. Nature Securities         (Instr. 3)       (Month/Day/Year)       2A. Deemed Execution Date, if any (Month/Day/Year)       3.       4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5)       5. Amount of 6.       7. Nature Securities         (Instr. 4)       (Month/Day/Year)       (Instr. 8)       (Instr. 3, 4 and 5)       Beneficially owned       Ownership (Instr. 4)         (Class A common stock, par value \$0.01       06/06/2013       S       3,062,787       D       \$ 3,881,657       D (2) (3) (1)       (4)													
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Filed(Month/Day/Year)       Applicable Line)	51AK5, 12												
LOS ANGELES, CA 90067         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired. Disposed of, or Beneficially Owned         1.Title of Security (Instr. 3)       2. Transaction Date (Month/Day/Year)       2A. Deemed Execution Date, if any (Month/Day/Year)       3.       4. Securities Acquired (A) Securities Beneficially Owned       5. Amount of Ownership Ownership Ownership or Indirect (D) Ownership Ownership Ownership Ownership (Instr. 3)         Class A common stock, par value \$0.01       06/06/2013       S       3.062,787       D       \$ 3.881,657       D (2) (3) (4)						-							
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Stock")	Stock")												

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

### Edgar Filing: AIR LEASE CORP - Form 4

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	Date	Amou Unde Secur	le and unt of rlying rities (. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Relationships					
Director	10% Owner	Officer	Other		
	Х				
	Х				
	Х				
	Х				
	Х				
	Director	Director 10% Owner X X X	Director 10% Owner Officer          X         X         X         X         X         X         X         X         X         X         X         X         X         X		

## Signatures

/s/ Michael D. Weiner, Authorized Signatory of ACOF OPERATING MANAGER III, LLC, Manager, for ARES CORPORATE OPPORTUNITIES FUND III, L.P.

06/07/2013 Date

\*\*Signature of Reporting Person

#### Edgar Filing: AIR LEASE CORP - Form 4

/s/ Michael D. Weiner, Authorized Signatory of ASSF OPERATING MANAGER, LLC,	
General Partner, for ASSF MANAGEMENT, L.P., General Partner, for ARES SPECIAL SITUATIONS FUND, L.P. and ARES SPECIAL SITUATIONS FUND I-B, L.P.	06/07/2013
**Signature of Reporting Person	Date
/s/ Michael D. Weiner, Authorized Signatory, for ARES MANAGEMENT LLC	06/07/2013
**Signature of Reporting Person	Date
/s/ Michael D. Weiner, Authorized Signatory, for ARES PARTNERS MANAGEMENT	
COMPANY LLC	06/07/2013
**Signature of Reporting Person	Date
Free law at law of Daam and a set	

### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(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).

This amount does not include 10,624 shares of Class A Common Stock issued or issuable upon vesting of restricted stock units to Antony Ressler in connection with his service on Air Lease Corporation's board of directors. Mr. Ressler holds such securities for the benefit of Ares Management LLC ("Ares Management"), Ares Corporate Opportunities Fund III, L.P. ("ACOF III"), Ares Special Situations Fund,

(1) Ales Malagement EEC ( Ales Malagement ), Ales Corporate Opportunites Fund III, E.T. ( ACOF III ), Ales Special Situations Fund, L.P. ("ASSF") and Ares Special Situations Fund I-B, L.P. ("ASSF I-B") and, pursuant to the policies of the Ares Entities (defined in footnote 2), has assigned to Ares Management all economic, pecuniary and voting rights in respect of such securities. Mr. Ressler disclaims beneficial ownership of such securities, except to the extent of any pecuniary interest therein.

The amount reported is owned of record by the designated reporting persons, ACOF III, ASSF and ASSF I-B. The general partner of ACOF III is ACOF Management III, L.P. ("ACOF Management") and the general partner of ACOF Management is ACOF Operating Manager III, LLC ("ACOF Operating"). The general partner of each of ASSF and ASSF I-B is ASSF Management, L.P. ("ASSF Management") and the general partner of ACOF Operating Management") and the general partner of ASSF Management is ASSF Operating Manager, LLC ("ASSF Operating"). ACOF Operating

(2) and ASSF Operating are owned by Ares Management, which, in turn, is owned by Ares Management Holdings LLC ("AMH"). AMH is controlled by Ares Holdings LLC ("AH LLC"), which, in turn, is controlled by Ares Partners Management Company LLC ("APMC" and together with ACOF III, ACOF Management, ACOF Operating, ASSF, ASSF I-B, ASSF Management, ASSF Operating, Ares Management, AMH and AH LLC, the "Ares Entities"). APMC is managed by an executive committee comprised of (Continued in footnote 3)

Mr. Ressler, Michael Arougheti, David Kaplan, Gregory Margolies and Bennett Rosenthal. Because the executive committee acts by consensus/majority approval, none of the members of the executive committee has sole voting or dispositive power with respect to any shares of Common Stock. Each of the members of the executive committee, the Ares Entities (other than ACOF III, ASSF and ASSF I-B with respect to the shares held directly by ACOF III, ASSF and ASSF I-B, respectively) and the directors, officers, partners, stockholders,

- (3) with respect to the shares held directly by ACOF III, ASSF and ASSF 1-5, respectively) and the directors, officers, partiels, stockholders members and managers of the Ares Entities expressly disclaims beneficial ownership of any shares of Class A Common Stock, except to the extent of any pecuniary interest therein, and this Form 4 shall not be deemed an admission that any such person or entity is the beneficial owner of such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purposes. (Continued in footnote 4)
- (4) The address of each Ares Entity is 2000 Avenue of the Stars, 12th Floor, Los Angeles, California 90067.

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.