WILLIS CHARLES F IV

Form 4 June 25, 2018

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL OMB

Expires:

Number:

3235-0287 January 31,

if no longer subject to Section 16. Form 4 or

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

2005 Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

,			2. Issuer Name and Ticker or Trading Symbol WILLIS LEASE FINANCE CORP [WLFC]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 3. D			3. Date of Earliest Transaction (Month/Day/Year) 06/22/2018				_X DirectorX 10% OwnerX Officer (give title Other (specify below) CEO			
NOVATO	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year) OVATO, CA 94998				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Table I - Nor	1-Derivati	ve Sec	urities Acq	uired, Disposed o	of, or Benefic	cially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Ye	Code ear) (Instr. 8)	4. Securi cor Dispo (Instr. 3,	sed of	5) Price	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	06/22/2018	06/22/2018	S	2,224 (1)	D	\$ 31.5063 (2)	707,876	D		
Common Stock							2,134,148	I	CFW Partners	
Common Stock							3,484	I	Spouse (3)	
Common Stock							584	I	Granddaughter (4)	

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

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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transa	ction	Number	Expiration Da	ate	Amou	ınt of	Derivative
Security	or Exercise		any	Code	O	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr.	8) I	Derivative	•		Secur	ities	(Instr. 5)
	Derivative				S	Securities			(Instr.	3 and 4)	
	Security				A	Acquired					
					(.	(A) or					
					Ι	Disposed					
					O	of (D)					
					(Instr. 3,					
					4	4, and 5)					
										Amount	
										Amount	
							Date	Expiration	T:41-	or Namelana	
							Exercisable Date	ritie	Title Number		
				C 1	1 7 ((A) (D)				of	
				Code	V ((A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Othe			
WILLIS CHARLES F IV							
773 SAN MARIN DRIVE	X	X	CEO				
SUITE 2215	Λ	Λ	CEO				
NOVATO, CA 94998							

Signatures

Reporting Person

Charles F.
Willis, IV

**Signature of Date

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).
- (1) Shares sold pursuant to a 10b5-1 transaction.
- This transaction was executed in multiple trades at prices ranging from \$31.10 to \$32.09. The price reported reflects the weighted average (2) sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was affected.
- (3) Charlotte Montressor Willis
- (4) Wylder Grace Willis 2016 Trust

Reporting Owners 2

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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.