WILLIS CHARLES F IV

Form 4

October 03, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number:

January 31,

0.5

Expires:

2005 Estimated average

burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

2. Transaction Date 2A. Deemed

1(b).

1.Title of

(Print or Type Responses)

1. Name and Ad WILLIS CH.	•	_	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) 773 SAN MA 2215	73 SAN MARIN DRIVE, SUITE		3. Date of Earliest Transaction (Month/Day/Year) 10/01/2017	_X_ Director _X_ 10% Owner _X_ Officer (give title Other (specify below) CEO			
NOVATO, O	(Street) CA 94998		4. If Amendment, Date Original Filed(Month/Day/Year)	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 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner				

3.

(City)	(State)	(Zip)	Table I. Non-Desiration Constition Assessing Discount of an Desirally Constitution
(City)	(State)	(Z ip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

4. Securities Acquired

5. Amount of

6.

7. Nature of

(Instr. 3)	(Month/Day/Year)	any (Month/Day/Year)	Code (Instr. 8)	(Instr. 3, 4 and 5)		Beneficially Owned Following	Form: Direct (D) or Indirect (I)	Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	10/01/2017	10/01/2017	F	6,837 (1)	D	\$ 24.59	668,937	D	
Common Stock	10/02/2017	10/02/2017	S	800 (2)	D	\$ 24.605 (3)	668,137	D	
Common Stock							2,134,148	I	CFW Partners
Common Stock							1,176	I	Spouse (4)
							6,338	I	Son (5)

Common Stock

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

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SEC 1474

(9-02)

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. Transact Code (Instr. 8)	5. onNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	.	ate	7. Title and Amount of Underlying Securities (Instr. 3 and	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	Amor or Title Numb of Share	ber	

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
WILLIS CHARLES F IV 773 SAN MARIN DRIVE SUITE 2215 NOVATO, CA 94998	X	X	CEO				

Signatures

Charles F.
Willis, IV

**Signature of Reporting Person

10/03/2017

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) Return to Issuer of previously restricted shares to satisfy withholding tax liability.
- (2) Shares sold pursuant to a 10b5-1 transaction

Reporting Owners 2

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- This transaction was executed in multiple trades at prices ranging from \$24.56 to \$24.71. The price reported reflects the weighted average
- (3) 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 effected
- (4) Charlotte Montresor Willis
- (5) Charles F. Willis V UTMA Trust

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.