Edgar Filing: WILLIS LEASE FINANCE CORP - Form 5

WILLIS LEASE FINANCE CORP Form 5 February 13, FORM

SAUSALITO, CAÂ 94965

February 13, 2007												
FORM 5					OMB AF	PROVAL						
Check this box if	UNITED) STATES	S SECURITIES AND EXCHANGE (Washington, D.C. 20549	OMB Number:	3235-0362							
no longer subject			Washington, D.C. 2034)	Expires:	January 31, 2005							
to Section 16. Form 4 or Form	AN	NUAL ST	CATEMENT OF CHANGES IN BEN	Estimated average								
5 obligations may continue.			OWNERSHIP OF SECURITIES	burden hour response	rs per 1.0							
See Instruction 1(b).	<i>See</i> Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,											
Form 3 Holdings			Public Utility Holding Company Act of		l							
Reported Form 4			of the Investment Company Act of 194									
Transactions												
Reported												
1. Name and Address of Reporting Person <u>*</u> NORD THOMAS C			 Issuer Name and Ticker or Trading Symbol 	5. Relationship of I Issuer	nip of Reporting Person(s) to							
			WILLIS LEASE FINANCE CORP [wlfc]	(Check all applicable)								
(Last) (F	first)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)	Director X Officer (give		Owner r (specify						
			12/31/2006	below)	below)	1						
2320 MARINSHI	P WAY 3	RD FL		SVP, Secre	etary, Gen. Cou	insei						
(S	treet)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joi	nt/Group Repo	orting						
			•									

(check applicable line)

X Form Filed by One Reporting Person Form Filed by More than One Reporting Person

(City)	(State)	(Zip) Tabl	e I - Non-Deri	ivative Se	curitie	s Acqui	red, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Execution Date, if Transaction any Code		ities A vispose , 4 and		5. Amount of Securities Beneficially Owned at end of Issuer's	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price	Fiscal Year (Instr. 3 and 4)		
Common Stock	01/31/2006(1)	01/31/2006	А	500	A	\$ 6.63	2,000	D	Â
Common Stock	07/31/2006(1)	07/31/2006	А	500	А	\$ 6.63	2,500	D	Â

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

Persons who respond to the collection of information SEC 2270 contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

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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)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	
				(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
NORD THOMAS C 2320 MARINSHIP WAY 3RD FL SAUSALITO, CA 94965	Â	Â	SVP, Secretary, Gen. Counsel	Â			
Signatures							

Date

Signatures

Brian D. Hanson for Thomas C. 02/13/2007 Nord

**Signature of Reporting Person

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 acquired pursuant to Employee's participation in the Company's ESPP program.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.