

WILLIS CHARLES F IV  
Form 4  
June 25, 2018

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
WILLIS CHARLES F IV

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)  
773 SAN MARIN DRIVE, SUITE 2215  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
06/22/2018

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
CEO

NOVATO, CA 94998

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)	
				Code V	Amount (A) or (D)	Price		
Common Stock	06/22/2018	06/22/2018	S	2,224 (1)	\$ 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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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Table with columns for Title of Derivative Security, Transaction Date, Execution Date, Transaction Number, Date Exercisable and Expiration Date, Title and Amount of Underlying Securities, Price of Derivative Security, and Number of Derivative Securities. Includes a sub-table for Date Exercisable and Expiration Date with columns for Code, V, (A), (D), Title, and Amount or Number of Shares.

Reporting Owners

Table with columns for Reporting Owner Name / Address and Relationships (Director, 10% Owner, Officer, Other). Entry for WILLIS CHARLES F IV at 773 SAN MARIN DRIVE, SUITE 2215, NOVATO, CA 94998, reporting as CEO.

Signatures

Signature: Charles F. Willis, IV; Date: 06/25/2018

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.
(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 Montessor Willis
(4) Wylder Grace Willis 2016 Trust

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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.  
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