

WILLIS CHARLES F IV
 Form 4
 July 11, 2018

FORM 4

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

OMB APPROVAL

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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

3. Date of Earliest Transaction
 (Month/Day/Year)
 07/09/2018

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

(Street)
 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

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)
Common Stock	07/09/2018	07/09/2018	S	(A) or (D) Code V Amount Price 4,398 \$ 32.185 (1) (2)	678,158	D	
Common Stock	07/10/2018	07/10/2018	S	(A) or (D) Code V Amount Price 3,301 \$ 31.8667 (1) (3)	674,857	D	
Common Stock					2,134,148	I	CFW Partners
Common Stock					3,484	I	Spouse ⁽⁴⁾
					584	I	

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- This transaction was executed in multiple trades at prices ranging from \$31.38 to \$32.64. 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 affected.
 - (4) Charlotte Montessor Willis
 - (5) Wylder Grace Willis 2016 Trust

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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