

Fly Leasing Ltd  
Form 6-K  
June 25, 2014

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 6-K**

**Report of Foreign Private Issuer**

**Pursuant to Rule 13a-16 or 15d-16 of the Securities**

**Exchange Act of 1934**

**Date of Report: June 25, 2014**

**Commission File Number: 001-33701**

**Fly Leasing Limited**

(Exact Name of registrant as specified in its charter)

**West Pier**

**Dun Laoghaire**

**County Dublin, Ireland**

(Address of principal executive office)

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Indicate by check mark whether registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

At the Annual General Meeting of the holders (the “Shareholders”) of the common shares of Fly Leasing Limited (the “Company”) held on June 25, 2014, the Shareholders approved the following:

1. The election of each of the following directors to hold office until the next Annual General Meeting of the Company or otherwise pursuant to the Company’s amended and restated bye-laws:

|                   | Votes in Favor | Votes Against | Abstentions |
|-------------------|----------------|---------------|-------------|
| Erik G. Braathen  | 22,713,564     | 243,199       | 337,661     |
| Joseph M. Donovan | 22,721,446     | 243,112       | 329,866     |
| Pat O’Brien       | 22,710,911     | 238,985       | 344,528     |
| Susan M. Walton   | 22,703,762     | 260,095       | 330,567     |

2. The appointment of Ernst & Young LLP as the Company’s independent auditors and authorization for the Board of Directors of the Company to determine the auditors’ remuneration.

| Votes in Favor | Votes Against | Abstentions |
|----------------|---------------|-------------|
| 23,138,113     | 118,244       | 38,068      |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**Fly Leasing Limited**  
(Registrant)

Date: June 25, 2014 By: /s/ Colm Barrington  
Colm Barrington  
Chief Executive Officer and Director