Peretie Michel M.R.G. Form 3 April 08, 2011

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 Washington, D.C. 20549

**OMB APPROVAL** 

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**SECURITIES** 

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement AIR LEASE CORP [AL] Peretie Michel M.R.G. (Month/Day/Year) 04/08/2011 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 29 BOULEVARD (Check all applicable) **HAUSSMANN** (Street) 6. Individual or Joint/Group 10% Owner \_X\_\_ Director Officer Other Filing(Check Applicable Line) (give title below) (specify below) \_X\_ Form filed by One Reporting Person PARIS, I0Â 75009 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 4. Nature of Indirect Beneficial Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Class A Common Stock 3,170,661 I See footnote (1) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

currently valid OMB control number.

1. Title of Derivative Security (Instr. 4)	Expiration Date	3. Title and Amount of Securities Underlying		5. Ownership	6. Nature of Indirect Beneficial
	(Month/Day/Year)	Derivative Security	or Exercise	Form of	Ownership
		(Instr. 4)	Price of	Derivative	(Instr. 5)
		Title	Derivative	Security:	
			Security	Direct (D)	

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Class B Non-Voting Common Stock	(2)	(2)	Class A Common Stock	1,829,339	\$ <u>(2)</u>	I	See footnote (1)
Warrant (right to buy)	(3)	06/04/2017	Class A Common Stock and Class B Non-Voting Common Stock	214,500	\$ 20	I	See footnote (1)

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Peretie Michel M.R.G. 29 BOULEVARD HAUSSMANN PARIS, 10 75009	ÂX	Â	Â	Â		

## **Signatures**

/s/ Grant A. Levy, Attorney-in-Fact 04/08/2011

\*\*Signature of Reporting Person

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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).

These shares of Class A Common Stock and Class B Non-Voting Common Stock (collectively, the "Common Stock") and the warrant are held by Genefinance S.A. ("Genefinance"). Genefinance is a wholly-owned subsidiary of Societe Generale S.A. ("Societe Generale"). As a member of an executive committee of Societe Generale, the reporting person may be deemed to be the beneficial owner of the shares of

- (1) Common Stock and the warrant held by Genefinance. The reporting person expressly disclaims beneficial ownership of these shares of Common Stock and the warrant, except to the extent of his pecuniary interest therein, and the inclusion of these shares and the warrant in this report shall not be deemed to be an admission of beneficial ownership of the reported shares and warrant for purposes of Section 16 or for any other purpose.
- The Class B Non-Voting Common Stock has no expiration date. Each share of Class B Non-Voting Common Stock is convertible into a share of Class A Common Stock at the option of the holder; provided, that each share of Class B Non-Voting Common Stock will only become convertible at the time it is transferred to a third party unaffiliated with Societe Generale.
- (3) The warrant is currently exercisable.

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#### **Remarks:**

### Exhibit List: Exhibit 24 - Confirming Statement

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.

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