

Aircastle LTD  
Form 8-K  
May 22, 2015

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported) May 22, 2015 (May 21, 2015)**

**Aircastle Limited**

**(Exact name of registrant as specified in its charter)**

**Bermuda**  
**(State or other jurisdiction**

**of incorporation)**

**001-32959**  
**(Commission**

**File Number)**

**98-0444035**  
**(IRS Employer**

**Identification No.)**

**c/o Aircastle Advisor LLC, 300 First Stamford Place,**

**Stamford, Connecticut**  
**(Address of principal executive offices)**

**06902**  
**(Zip Code)**

**Registrant's telephone number, including area code (203) 504-1020**

**(Former name or former address, if changed since last report.)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Section 5 Corporate Governance and Management**

Item 5.07. Submission of Matters to a Vote of Security Holders.

On May 21, 2015, Aircastle Limited (the Company) held its Annual General Meeting of Shareholders. The certified results of the matters voted upon at the meeting, which are more fully described in our proxy statement, are as follows

1. Election of Directors

	For	Withheld	Broker Non-Votes
Giovanni Bisignani	62,237,264	614,524	10,870,811
Ryusuke Konto	61,293,695	1,558,093	10,870,811
Gentaro Toya	61,291,284	1,560,504	10,870,811
Peter Ueberroth	62,278,178	573,610	10,870,811

2. Appointment of Ernst & Young LLP as the independent registered public accounting firm for Aircastle Limited for fiscal year 2015, and to authorize the directors of Aircastle Limited, acting by the Audit Committee, to determine the independent registered public accounting firm's fees.

For	Against	Abstain	Broker Non-Votes
72,266,652	1,185,423	270,524	0

3. The following number of common shares of the Company were voted for the non-binding advisory vote on executive compensation.

For	Against	Abstain	Broker Non-Votes
60,894,090	1,612,379	345,319	10,870,811

SIGNATURE

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 hereunto duly authorized.

AIRCASTLE LIMITED  
(Registrant)

/s/ Christopher Beers  
Christopher Beers  
General Counsel

Date: May 22, 2015