



AerCap Code of Conduct

Code of Conduct

Our Code of Conduct describes the operational standards that are applicable to all employees, wherever they are in the world. It also supports our approach to governance, risk management and social responsibility.

Business Principles

We strive to conduct our business with integrity and in an honest and responsible manner and to build and maintain long term, mutually beneficial relationships with our customers, suppliers, shareholders, employees and other stakeholders. We shall similarly respect the legitimate interests of those with whom we have relationships. In our business dealings we expect our partners to adhere to business principles consistent with our own.

Waiver

Any waiver of this Code of Conduct may only be granted by the Chief Compliance Officer who, if appropriate, may decide to inform the Board.

Employees

We aim to provide stimulating workplaces where creative talent can flourish. We are committed to a working environment where there is mutual trust and respect and where everyone performs to the highest possible professional standards and contributes to the good reputation of our company. We recruit, employ and promote employees on the basis of qualifications and performance.

Risk management

All tasks and actions must be performed within the scope of responsibility and authority and in accordance with the policies and procedures as established by AerCap. The AerCap Group Executive Committee shall regularly evaluate those policies and procedures.

AerCap property

Without prior approval, employees must not inappropriately use AerCap property for personal use and should protect AerCap's property and ensure their efficient use. All AerCap property should be used solely for legitimate business purposes.

Bribery and gifts

All employees shall comply with AerCap's Anti-bribery compliance policies and procedures as set forth therein.

Fraud

All employees shall comply with AerCap's Fraud Policy and the procedures as set forth therein.

Document retention

All employees shall comply with AerCap's document retention policies and procedures as set forth therein.

Society

AerCap wants to be a responsible corporate citizen of the society we are working in. Employees are encouraged to play a positive role in the societies they work in.

Compliance with Laws and Regulations

The AerCap companies and our employees are required to comply with the laws and regulations applicable to us. Those laws and regulations take precedence over this code where there is an inconsistency.

Conflict of Interests

All our employees are expected to dedicate themselves to AerCap (unless otherwise agreed) and to avoid (i) taking for themselves personal opportunities (intellectual property related or other opportunities) that are discovered through the use of AerCap's property or information or the employee's position and/or (ii) competing with AerCap. Employees have a duty to AerCap to advance its legitimate interest above their personal interests.

Circumstances, investments, interests or participations of which it can be reasonably expected that they:

- a. give rise to personal gain at the expense of the company, or the impression thereof;*
- b. give rise to preferential treatment and/or partiality, or the impression thereof;*
- c. interfere with the efficiency of the company;*
- d. result in a loss of independence or objectivity;*

are prohibited and should they arise, should be reported to the Chief Compliance Officer as soon as they arise.

Improper Disclosure

AerCap regards information for the purpose of its business or of its business partners as a corporate asset that must be protected against loss, infringement and improper use and disclosure. Unauthorized disclosure could damage the company or give unfair advantage to others. AerCap expects its employees to respect and actively protect the confidentiality of business information.

Competition

AerCap believes in vigorous yet fair competition. AerCap companies and employees will conduct their operations in accordance with the principles of fair competition and all applicable regulations. Employees should refrain from all practices that are inconsistent with applicable competitive trading and any acts which illegally restrict competition.

Insider Trading

All employees shall comply with AerCap's insider trading rules that are set forth in AerCap's Insider Trading Regulations.

Sanctions and Export Controls

All employees shall comply with AerCap's sanctions and export controls policies and procedures as set forth therein.

Personal Data Protection

All employees shall comply with AerCap's personal data protection policies and procedures as set forth therein.

Anti-Money Laundering and Counter-Terrorism Financing

All employees shall comply with AerCap's Anti-Money Laundering and Counter-Terrorism Financing Policy as set forth therein.

Anti-Trust

All employees shall comply with AerCap's Anti-Trust Policy as set forth therein.

IT Code of Conduct, Cybersecurity and Social Media

All employees shall comply with AerCap's Code of Conduct on the Use of AerCap IT Infrastructure, AerCap's IT Security Cybercrime Policy and AerCap's Social Media Policy, and the policies and procedures as set forth therein.

Investigation

An employee that becomes aware of any actual or potential investigation by any regulatory or government authority must forthwith inform the Group Corporate Counsel of AerCap Holdings N.V., who shall handle orderly cooperation with such authority.

Media contacts and Investor relations

Only authorized employees shall be authorized to communicate with the financial markets, regulatory and other government authorities, our shareholders, the media and others in respect of any matters affecting AerCap in accordance with the Disclosure and Communication Policy and the Spokesperson Procedure as established by AerCap.

Compliance

Compliance with this Code of Conduct is an essential element in our business success. The executive directors and officers of the AerCap group are responsible for ensuring these principles are communicated to, and understood and observed by, all employees. Each AerCap company is responsible for implementing these principles, if necessary through more detailed guidance tailored to local needs. Non-compliance with the Code of Conduct may lead to disciplinary action, including dismissal.

Reporting

Each AerCap employee that is aware of any suspected or known violations of this Code of Conduct has a duty to promptly report such concerns to the Chief Compliance Officer. If so wished, anonymous reporting is possible in accordance with the AerCap Whistle Blower Procedure.

Whistle blowing

In order to promote the reporting of violations of this Code of Conduct, AerCap has established a Whistle Blower Procedure, enabling employees to submit complaints without fear of the complaints leading to disciplinary action, on a confidential basis, and, if so wished, on an anonymous basis.