FORM 4

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

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Ty	pe Response	es)															
1. Name and Address of Reporting Person * den Dikken Wouter Marinus				2. Issuer Name and Ticker or Trading Symbol AerCap Holdings N.V. [AER]								5. 1	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) (First) (Middle) AERCAP HOUSE, 65 ST. STEPHEN'S GREEN				3. Date of Earliest Transaction (Month/Day/Year) 05/11/2017							r)	_X	X Officer (give title below) Other (specify below) Chief Operating Officer				
				4. If Amendment, Date Original Filed(Month/Day/Year)							(ear)		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
DUBLIN, L2 2 (City) (State) (Zip)				Table I Non Positorities 6								<u> </u>	ired, Disposed of, or Beneficially Owned				
			2. Transaction	2A. De	aame		3. Tra						•				Nature
(Instr. 3)			Date (Month/Day/Year	Execution any		Date, if	if Code (Instr.	Code (Instr. 8)		4. Securities Acquire (A) or Disposed of (I (Instr. 3, 4 and 5)		of (D) Ov Tra	vned Follow ansaction(s)			Ownership o Form:	f Indirect Seneficial
			(Month/Day/Y		ıy/ Y ea	r) Co	de	V Ar	nount	(A) or (D)	Price	(Instr. 3 and 4)		(Direct (D) Ov or Indirect (In (I) (Instr. 4)	wnership nstr. 4)	
Ordinary	Shares (1)		05/11/2017				J			2,389	· /		5,808)	
			Table II -				ties Acq	uired,	Dispos	ed of, o	or Benef	ficially Ov	B control r	ilanibor.			
1. Title of Derivative Security (Instr. 3)	Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. 5. N Transaction Der Code Sect (Instr. 8) Acq or D of (I		5. Nu Deriv Secur Acqu or Di of (D	mber of ative ities ired (A) sposed) . 3, 4,	6. Date Ex- Expiration (Month/Da		ercisable and Date		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)	Form of Derivative Security: Direct (D) or Indirect (I)	(Instr. 4)
				Code	V	(A)	(D)	Date Exer	cisable	Expir Date	ation	Title	Amount or Number of Shares	:	(Instr. 4)	(Instr. 4)	
Ordinary Share Options (Right to Buy) (2)	\$ 2.95	05/11/2017		Н		1	00,000	12/3	1/2011	12/1	1/2018	Ordinar Shares		(2)	0	D	

Reporting Owners

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
den Dikken Wouter Marinus AERCAP HOUSE 65 ST. STEPHEN'S GREEN DUBLIN, L2 2			Chief Operating Officer					

Signatures

/s/ Wouter Marinus den Dikken	05/11/2017		
Signature of Reporting Person	Date		

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).
- (1) This form is filed voluntarily. As a foreign private issuer, AerCap Holdings N.V. is exempted from Section 16 of the Exchange Act by Rule 3a12-3.
- Conversion of fully vested options in exchange for a number of ordinary shares of the issuer in accordance with the Stock Option Conversion Agreement dated May 11, 2017. Each option listed in Table II converted into ordinary shares of the issuer with the number of ordinary shares determined by reference to the excess of the value of an ordinary share on the last trading day prior to the date of such conversion over the applicable exercise price. The Company's payroll tax withholding obligations were met by the retention of a number of ordinary shares with a value equal to the associated wage taxes and social security, resulting in a net issuance of 52,389 ordinary shares.

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.