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**FORM 6 - K**  
**SECURITIES AND EXCHANGE COMMISSION**  
Washington, DC 20549

**Report of Foreign Private Issuer**  
**Pursuant to Rule 13a - 16 or 15d - 16 under**  
**the Securities Exchange Act of 1934**

For the month of February 2011

Commission File Number 001-33159

**AERCAP HOLDINGS N.V.**  
(Translation of Registrant's Name into English)

**Stationsplein 965, 1117 CE Schiphol Airport, The Netherlands, +31-20-655-9655**  
(Address of Principal Executive Office)

Indicate by check mark whether the 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):

Note: Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

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):

Indicate by check mark whether the registrant by furnishing the information contained in this form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Act of 1934.

Yes                                                    No             

If "Yes" is marked, indicated below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82 — N/A

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**Other Events**

On February 22, 2011, AerCap Holdings N.V. announced that its subsidiary AeroTurbine, Inc., Miami, has signed a four year exclusive agreement with American Airlines. Under this agreement, AeroTurbine will have exclusive rights to purchase material deemed surplus by American Airlines and remarket the material globally.

This Form 6-K is incorporated by reference into the Company's Form F-3 Registration Statement File No. 333-155194 and Form S-8 Registration Statements File Nos. 333-154416 and 333-165839, and related Prospectuses, as such Registration Statements and Prospectuses may be amended from time to time.

**Exhibits**

99.1      AerCap Holdings N.V. Press Release

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, thereunto duly authorized.

AERCAP HOLDINGS N.V.

By: /s/ Klaus Heinemann  
Name: Klaus Heinemann  
Title: Authorized Signatory

Date: February 22, 2011

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**EXHIBIT INDEX**

99.1 AerCap Holdings N.V. Press Release.

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## PRESS RELEASE

### **AeroTurbine Signs Four Year Exclusive Surplus Material Purchasing and Remarketing Agreement with American Airlines**

Amsterdam and Miami; Feb 22, 2011 — AerCap Holdings N.V. (“AerCap,” NYSE: AER) announced today that its subsidiary AeroTurbine, Inc., Miami, has signed a four year exclusive agreement with American Airlines. Under this agreement, AeroTurbine will have exclusive rights to purchase material deemed surplus by American Airlines and remarket the material globally.

AeroTurbine and American Airlines will jointly run a warehouse in Tulsa, Oklahoma to prepare the material for remarketing. Furthermore, AeroTurbine will locate personnel on-site within American Airlines to research additional opportunities to reduce American Airlines’ inventory levels.

“American Airlines is a strategically important relationship for AeroTurbine, one we have worked long and hard on developing,” said Michael King, AeroTurbine President and Chief Executive Officer. “Our desire is for this agreement to lay the foundation for a long term business relationship including all of AeroTurbine’s products and services. Our expansive global footprint and highly experienced remarketing capabilities were the differentiating factor for reaching this agreement in a competitive environment.”

### **About AerCap and AeroTurbine**

AerCap is an integrated global aviation company with a leading market position in aircraft and engine leasing, trading and parts sales. AeroTurbine is a subsidiary of AerCap focusing on engine leasing and trading, airframe and engine disassembly, aviation supply chain solutions, part sales and MRO services.

**This press release may contain forward-looking statements that involve risks and uncertainties. In most cases, you can identify forward-looking statements by terminology such as “may”, “should”, “expects”, “plans”, “anticipates”, “believes”, “estimates”, “predicts”, “potential” or “continue” or the negative of such terms or similar terminology. Such forward-looking statements are not guarantees of future performance and involve significant assumptions, risks and uncertainties, and actual results may differ materially from those in the forward-looking statements.**

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