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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 May 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 May 18, 2011, AerCap Holdings N.V. announced that the Annual General Meeting of Shareholders of AerCap Holdings N.V. had approved the appointment of Mr. Aengus Kelly to succeed Mr. Klaus Heinemann as CEO and Member of the Board of Directors, effective from May 18, 2011.

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/ Aengus Kelly

Name: \_\_\_\_\_

Date: May 18, 2011

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**EXHIBIT INDEX**

99.1 AerCap Holdings N.V. Press Release.

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## PRESS RELEASE

**AerCap Annual General Meeting of Shareholders Approves Appointment of Aengus Kelly to Succeed Klaus Heinemann as CEO**

AMSTERDAM, The Netherlands, May 18, 2011 - AerCap Holdings N.V. ("AerCap," NYSE: AER) announced that today's Annual General Meeting of Shareholders has approved the appointment of Mr. Aengus Kelly to succeed Mr. Klaus Heinemann as CEO and Member of the Board of Directors, effective from today, May 18, 2011.

Mr. Heinemann, who had chosen not to renew his contract as CEO and Member of the Board of Directors of AerCap Holdings N.V. (as previously announced in a press release on October 4, 2010), has also retired as a Member of the Board of Directors.

Mr. Aengus Kelly has been responsible for AerCap's operations in North and South America as CEO of AerCap, Inc. since 2008. Prior to this appointment, he was the Group Treasurer of AerCap. He started his career in the aviation leasing and financing business with Guinness Peat Aviation (GPA) in 1998 and has continued working with its successors AerFi in Ireland and debis AirFinance and AerCap in Amsterdam and Florida. Prior to joining GPA in 1998, he spent three years with KPMG in Dublin. Mr. Kelly is a Chartered Accountant and holds a Bachelor's degree in Commerce and a Master's degree in Accounting and Finance from University College Dublin.

For more information about the AerCap Holdings N.V. Annual General Meeting of Shareholders and the composition of the Board of Directors and Management, please visit the company's website at [www.aercap.com](http://www.aercap.com).

**About AerCap Holdings N.V.**

AerCap is the world's leading independent aircraft leasing company. AerCap also provides engine leasing, aircraft management services, aircraft maintenance, repair and overhaul services and aircraft disassemblies. AerCap is headquartered in The Netherlands and has offices in Ireland, the United States, China, Singapore, the United Arab Emirates and the United Kingdom.

**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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