
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

Other Events

On February 24, 2011, AerCap Holdings N.V. (the "Company" or "AerCap") (NYSE: AER) announced the results of its operations for the fourth quarter and full year ended December 31, 2010.

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 24, 2011

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EXHIBIT INDEX

99.1 AerCap Holdings N.V. Press Release.

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PRESS RELEASE

AerCap Enters into Purchase-Leaseback Arrangement with American Airlines to Finance up to 35 Boeing 737-800 Next Generation Aircraft

AMSTERDAM, The Netherlands, July 15, 2011 - AerCap (NYSE: AER) announced today that it has entered into a purchase-leaseback arrangement with American Airlines to finance up to 35 Boeing 737-800 Next Generation aircraft, including 29 firm deliveries, scheduled to be delivered to American. Of the 29 firm deliveries, 26 are previously ordered aircraft and three are newly ordered aircraft. The arrangement also covers six Boeing 737-800 Next Generation aircraft subject to purchase rights that, if exercised by American, would be scheduled for delivery in 2013 - 2014.

AerCap will purchase the aircraft from American and immediately lease the aircraft back to American under a purchase-leaseback financing arrangement.

“We are pleased to significantly expand our relationship with AerCap and diversify our financing strategies. This arrangement is a great reflection of the flexibility we have to efficiently raise capital in support of AMR’s strategic fleet renewal efforts,” said AMR Chief Financial Officer Bella Goren.

“With this major aircraft transaction we will deepen our relationship with one of the world’s leading airlines. Furthermore, this transaction will materially increase the number of Boeing 737-800 aircraft in our portfolio, one of the most in-demand and fuel-efficient aircraft in the world,” said Angus Kelly, Chief Executive Officer of AerCap.

Updating its previously announced fleet schedule, American has exercised an option to purchase three additional 737-800 Next Generation aircraft. As of July 1, 2011, American’s Boeing 737-800 delivery schedule was: 2011: 15, 2012: 28, 2013: 14.

The financing of each aircraft under this arrangement will be subject to certain terms and conditions.

About American Airlines

American Airlines, American Eagle and AmericanConnection® serve 250 cities in 50 countries with, on average, more than 3,600 daily flights. The combined network fleet numbers more than 900 aircraft. American’s award-winning website, AA.com®, provides users with easy access to check and book fares, plus personalized news, information and travel offers. American Airlines fares are also available through Kayak.com and Priceline.com, as well as thousands of travel agencies worldwide. American Airlines is a founding member of the oneworld® Alliance, which brings together some of the best and biggest names in the airline business, enabling them to

offer their customers more services and benefits than any airline can provide on its own. Together, its members serve approximately 900 destinations with more than 9,000 daily flights to 145 countries and territories. American Airlines, Inc. and American Eagle Airlines, Inc. are subsidiaries of AMR Corporation. AmericanAirlines, American Eagle, AmericanConnection, AA.com, and AAdvantage are trademarks of American Airlines, Inc. (NYSE: AMR). *Current AMR Corp. releases can be accessed on the Internet. The address is <http://www.aa.com>*

About AerCap

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

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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