# FORM 4

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

OMB APPROVAL					
MB Number:	3235-0287				
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ours per response	e 0.5				

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

ponses)															
1. Name and Address of Reporting Person *- Rofe Paul					2. Issuer Name and Ticker or Trading Symbol AerCap Holdings N.V. [AER]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner				
SE, ST.	(First) ATIONSPLEIN	* * * * =	3. Date of Earliest Transaction (Month/Day/Year) 03/14/2013				.)	X	X Officer (give title below) Other (specify below)  Group Treasurer						
RPORT	(Street)	•	4. If Amendment, Date Original Filed(N				inal Filed(M	onth/Day/Yo	ear)	6. Individual or Joint/Group Filing(Check Applied X_Form filed by One Reporting Person Form filed by More than One Reporting Person				Applicable Line	)
	(State)	(Zip)			Ta	ble I -	Non-Deriva	itive Sec	urities A	Acquired, l	Disposed	of, or Bene	ficially Own	ed	
ttle of Security tr. 3)  2. Transaction Date (Month/Day/Yea		Date	ar) any		ate, if	(Instr. 8)		(A) or Disposed of (Instr. 3, 4 and 5)  (A) or		(D) Owned Following Report Transaction(s) (Instr. 3 and 4)			d (	Ownership of Bornect (D) or Indirect (I)	eneficial wnership
on a sepa	arate line for each	Table II - 1	Derivativ	e Se	curities	s Acqu	Persons contain form dis	s who re ed in thi splays a sed of, or	is form a currer r Benefi	are not rently valid	equired OMB co	to respon	d unless the		174 (9-02)
title of vative variety (arr. 3)  2. Conversion of Exercise Price of Derivative Security  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction Execution Date, if Transaction Code (Instr. 8)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Instr. 8)  5. Number Transaction Code (Instr. 8)  Code (Instr. 8)		nber ative ties red	6. Date Exercisable and 7. T Expiration Date Am (Month/Day/Year) Und Secu			7. Title and Amount of Underlying Securities	Title and 8. Price of Derivative derlying curities (Instr. 5)		e Derivative Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect					
			Code	v		(D)	Date Exercisable		ation	Title	Amount or Number of Shares				
	03/14/2013		<u>J(2)</u>		13,42		02/14/201	6 02/14	4/2016	Ordinary Shares	13,422	\$ 0	129,712	D	
F	on a separation of ative	SE, STATIONSPLEIN (Street)  RPORT, P7 1117CE (State)  on a separate line for each errsion Date (Month/Day/Year)	SE, STATIONSPLEIN 965  (Street)  RPORT, P7 1117CE  (State)  2. Transaction Date (Month/Day/Year)  Table II -  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)	(Street)  (Street)  (Street)  (State)  (State)  (State)  (State)  (State)  (State)  (State)  (A. If Americal Anneal Annea	(First) (Middle) 3. Date of Ear 03/14/2013  (Street) 4. If Amendm  RPORT, P7 1117CE  (State) (Zip)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Se (e.g., puts, cal any (Month/Day/Year))  Table II - Derivative Se (e.g., puts, cal any (Month/Day/Year))  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)	(Street)  SE, STATIONSPLEIN 965  (Street)  RPORT, P7 1117CE  (State)  2. 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Table I - Non-Derivative Securities (Month/Day/Year) 2. Transaction Date (A) or Disposed of (Instr. 8) (Instr. 3, 4 and 5) 2. Transaction Date (A) or Disposed of (D) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. So Number (Code (Instr. 8)) 2. So Number (Code (Instr. 8)) 3. Transaction Date (Month/Day/Year) 4. So Number (Code (Instr. 8)) 4. So Number (Code (Instr. 8)) 4. So Number (Month/Day/Year) 4. Date (Month/Day/Year) 4. If Amendment, Date original Filed(Month/Day/Year) 4. If Amendment, Date origi	SE, STATIONSPLEIN 965  (Street)  (Street)  (State)  (State)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  3. Transaction Code (Instr. 8)  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or Beneficially Own contained in this form are not recrose of (Month/Day/Year)  (A) or Beneficially Own contained in this form are not recrose of (Month/Day/Year)  (A) or Beneficially Own contained in this form are not recrose of (Month/Day/Year)  (A) or Beneficially Own contained in this form are not recrose of (Month/Day/Year)  (A) or Beneficially Own contained in this form are not recrose of (Month/Day/Year)  (A) or Beneficially Own contained in this form are not recrose of (Month/Day/Year)  (A) or Derivative Securities Acquired, Disposed of, or Beneficially Own contained in this form are not recrose of (Month/Day/Year)  (A) or Derivative Securities Acquired, Disposed of, or Beneficially Own contained in this form are not recrose of (Month/Day/Year)  (A) or Disposed of (D) (Instr. 3, 4, and 5)  (Instr. 3) and Date Expiration Date (Month/Day/Year)  (Instr. 3, 4, and 5)  Date Expiration Date Expiration Date (Instr. 3, 4, and 5)  Date Expiration Date Expiration Date (Instr. 3, 4, and 5)	SE, STATIONSPLEIN 965  3. Date of Earliest Transaction (Month/Day/Year)  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  (Street)  4. Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3 and 4)  (Instr. 3 and 4)	All Cap Holdings N. V. [ALB]   Director   All Children   Code   Cap Holdings N. V. [ALB]   Date   Execution Date   Cap Holdings N. V. [ALB]   Date   Exercisable and Execution Date   Cap Holdings N. V. [ALB]   Date   Exercisable   Cap Holdings N. V. [ALB]   Date   Exercisable   Cap Holdings N. V. [ALB]   Date   Expiration   Cap Holdings N. V. [ALB]   Cap Holdings N. V. [Alba]   Cap Holdings	Activity   Total   T	(First) (Middle) (SE, STATIONSPLEIN 965 03/14/2013 4. If Amendment, Date Original Filed(Month/Day/Year) (State) (Zip) 4. If Amendment, Date Original Filed(Month/Day/Year) (Zip) 4. If Amendment, Date Original Filed(Month/Day/Year) (Zip) 4. If Amendment, Date Original Filed(Month/Day/Year) (Zip) 5. Transaction (Month/Day/Year) (M

Donostino Como de Novo / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Rofe Paul AERCAP HOUSE STATIONSPLEIN 965 SCHIPHOL AIRPORT, P7 1117CE			Group Treasurer				

## **Signatures**

/s/ Paul Rofe	03/15/2013
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) Each Restricted Stock Unit ("RSU") will convert (i) on a 1-for-1 basis into ordinary shares of the issuer upon vesting, (ii) into the cash equivalent, or (iii) into a combination of items (i) and (ii).
- (2) Grant of RSUs pursuant to AerCap Holdings N.V. 2012 Employees and Officers Equity Incentive Plan. This form is filed voluntarily. As a foreign private issuer, AerCap is exempted from Section 16 of the Exchange Act by Rule 3a12-3.

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.