
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

FORM 6 - K

**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 2013

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):

Note: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's "home country"), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

Other Events

On May 29, 2013, AerCap Holdings N.V. announced that it has entered into a \$2.6 billion purchase and leaseback agreement with LATAM Airlines Group S.A. for 25 widebody aircraft, with deliveries scheduled between 2013 and 2017. The press release is attached hereto as Exhibit 99.1.

AerCap Holdings N.V. will host a conference call in connection with the press release on the purchase and leaseback agreement. Details of the call can be found in the press release attached hereto as Exhibit 99.2.

The information in this Form 6-K and the press release attached as Exhibit 99.1 is incorporated by reference into the Company's Form F-3 Registration Statement File No. 333-177659 and Form S-8 Registration Statements File Nos. 333-180323, 333-154416 and 333-165839, and related Prospectuses, as such Registration Statements and Prospectuses may be amended from time to time. For the avoidance of doubt, the details of the conference call and Exhibit 99.2 are not incorporated by reference.

Exhibits

99.1 AerCap Holdings N.V. Press Release
99.2 AerCap Holdings N.V. Press Release

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: Aengus Kelly
Title: Authorized Signatory

Date: May 29, 2013

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EXHIBIT INDEX

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- 99.2 AerCap Holdings N.V. Press Release.

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PRESS RELEASE

AerCap enters into US\$2.6 billion purchase and leaseback agreement with LATAM Airlines Group for 25 widebody aircraft

Amsterdam, Netherlands; May 29, 2013 — AerCap Holdings N.V. (NYSE: AER) today announced that it has entered into a \$2.6 billion purchase and leaseback agreement with LATAM Airlines Group (“LATAM”) for 25 widebody aircraft, with deliveries scheduled between 2013 and 2017. The aircraft consist of nine new Airbus A350-900s, four new Boeing 787-9s, and two new Boeing 787-8s from LATAM’s order backlog, and ten Airbus A330-200s with an average age of four years. The appraised value of the 25 aircraft is approximately \$3 billion.

AerCap will purchase the aircraft from LATAM Airlines Group and immediately lease them back to LATAM. AerCap expects to finance the aircraft with a combination of funding from the capital markets, the bank markets, and its existing warehouse facility.

“AerCap is delighted to have completed this landmark transaction with LATAM Airlines Group, one of the global leaders of the airline industry and one of AerCap’s most prestigious customers for over 20 years,” said AerCap’s CEO Aengus Kelly. *“This transaction provides AerCap with an attractive opportunity to expand our widebody portfolio with the most in-demand, new technology aircraft and to place them on long-term leases to one of the world’s leading airlines. The agreement with LATAM Airlines Group is evidence of the increasing opportunities we are seeing for large-scale transactions as many airlines begin to take delivery of the significant orders placed at the beginning of this decade and use operating leasing as a key financing tool.”*

About LATAM Airlines Group

LATAM Airlines Group S.A. is the new name given to LAN Airlines S.A. as a result of its association with TAM S.A. LATAM Airlines Group S.A. now includes LAN Airlines and its affiliates in Peru, Argentina, Colombia and Ecuador, and LAN Cargo and its affiliates, as well as TAM S.A. and its subsidiaries TAM Linhas Aereas S.A., including its business units TAM Transportes Aereos del Mercosur S.A., (TAM Airlines (Paraguay)) and Multiplus S.A. This association creates one of the largest airline groups in the world in terms of network connections, providing passenger transport services to about 135 destinations in 22 countries and cargo services to about 144 destinations in 27 countries, with a fleet of 316 aircraft. In total, LATAM Airlines Group S.A. has more than 53,000 employees and its shares are traded in Santiago, as well as on the New York Stock Exchange, in the form of ADRs, and Sao Paulo Stock Exchange, in the form of BDRs.

About AerCap

AerCap is one of the world’s leading aircraft leasing companies and has one of the youngest fleets in the industry. AerCap has over \$10 billion of assets and a fleet of 366 aircraft. AerCap is a New York Stock Exchange-listed company (AER) and has its headquarters in the Netherlands with offices in Ireland, the United States, China, Singapore and the United Arab Emirates.



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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For Investors:

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PRESS RELEASE

AerCap Analyst and Investor Call Today on Purchase and Leaseback Agreement with LATAM

Amsterdam, The Netherlands; 29 May 2013, 2013 - AerCap Holdings N.V. ("AerCap," "the Company," NYSE: AER) announced that the AerCap management will host a conference call today, Wednesday, May 29, 2013 at 4:30 pm Eastern Time / 10:30 pm Central European Time in connection with today's press release on the purchase and leaseback agreement with LATAM. The call can be accessed live by dialing (U.S./Canada) +1646 254 3360 or (International) +31(0)20 721 9158 and referencing code 5218386 at least 5 minutes before start time, or by visiting AerCap's website at <http://www.aercap.com> under "Investor Relations" or using the following link: <http://www.media-server.com/m/p/6chric4i>.

The webcast replay will be archived in the "Investor Relations" section of the company's website for one year.

To participate in the event, please register by emailing: (aercap@collegehill.com).

For further information, contact Peter Wortel: +31 20 655 9658 (pwortel@aercap.com) or Mark Walter (College Hill): +44 (0)20 7866 7887 (aercap@collegehill.com).

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