NUNEMAKER DONALD A

Form 4 April 26, 2012

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Check this box if no longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

Common

Common

Common

Common

Stock

Stock

Stock

Stock

04/17/2012

04/18/2012

04/18/2012

04/19/2012

04/17/2012

04/18/2012

04/18/2012

04/19/2012

S

M

400 (1) D

2,000

\$ 12.8 139,159

\$ 4.68 141,159

\$ 4.68 141,159

139,159

D

D

D

D

(Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading NUNEMAKER DONALD A Issuer Symbol WILLIS LEASE FINANCE CORP (Check all applicable) [wlfc] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) below) 773 SAN MARIN DRIVE, SUITE 04/17/2012 President 2215 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting **NOVATO, CA 94998** (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Direct Beneficial (Month/Day/Year) (Instr. 8) Owned Ownership (D) or (Instr. 4) Following Indirect (I) Reported (Instr. 4) (A) Transaction(s) or (Instr. 3 and 4) V Amount (D) Price Code Common 400 (1) 04/17/2012 04/17/2012 M A \$ 4.68 139,559 D Stock

Edgar Filing: NUNEMAKER DONALD A - Form 4

Common Stock 04/19/2012 04/19/2012 S V $\frac{2,000}{(1)}$ D \$12.9 139,159 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transact Code (Instr. 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun Underlying Securit (Instr. 3 and 4)	
				Code V	V (1	A) (D)	Date Exercisable	Expiration Date	Title	Amor or Numl of Share
Non-qualified Stock Option	\$ 4.68	04/17/2012	04/17/2012	M V	Į	400	05/08/2004	05/08/2012	Common Stock	40
Non-qualified Stock Option	\$ 4.68	04/18/2012	04/18/2012	M V	I	2,000	05/08/2004	05/08/2012	Common Stock	2,0
Non-qualified Stock Option	\$ 4.68	04/19/2012	04/19/2012	M V	I	2,000	05/08/2004	05/08/2012	Common Stock	2,0

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

NUNEMAKER DONALD A 773 SAN MARIN DRIVE SUITE 2215 NOVATO, CA 94998

President

Signatures

Donald A.

Nunemaker 04/26/2012

**Signature of Date

Reporting Person

Reporting Owners 2

Edgar Filing: NUNEMAKER DONALD A - Form 4

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) Shares acquired and sold pursuant to a 10b5-1 plan

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.