

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 10-K

(Mark One)

☒ ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934  
For the fiscal year ended December 31 , 2023

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934  
For the transition period from to

Commission File Number 001-35121  
**AIR LEASE CORPORATION**  
(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**27-1840403**  
(I.R.S. Employer  
Identification No.)

**2000 Avenue of the Stars, Suite 1000N**  
**Los Angeles, California**  
(Address of principal executive offices)

**90067**  
(Zip Code)

(Registrant's telephone number, including area code): **( 310 ) 553-0555**

**Securities registered pursuant to Section 12(b) of the Act:**

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Class A Common Stock	AL	New York Stock Exchange
6.150% Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series A	AL PRA	New York Stock Exchange

**Securities registered pursuant to Section 12(g) of the Act: None**

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes ☒ No ☐

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Exchange Act. Yes ☐ No ☒

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes ☒ No ☐

Indicate by check mark whether the Registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting

company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer ☒ Accelerated filer ☐ Non-accelerated filer ☐ Smaller reporting company ☐  
Emerging growth company ☐

If an emerging growth company, indicate by check mark if the Registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Indicate by check mark whether the registrant has filed a report on and attestation to its management's assessment of the effectiveness of its internal control over financial reporting under Section 404(b) of the Sarbanes-Oxley Act (15 U.S.C. 7262(b)) by the registered public accounting firm that prepared or issued its audit report. ☒

If securities are registered pursuant to Section 12(b) of the Act, indicate by check mark whether the financial statements of the registrant included in the filing reflect the correction of an error to previously issued financial statements. ☐

Indicate by check mark whether any of those error corrections are restatements that required a recovery analysis of incentive-based compensation received by any of the registrant's executive officers during the relevant recovery period pursuant to § 240.10D-1(b). ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

The aggregate market value of registrant's Class A common stock held by non-affiliates was approximately \$ 4.3 billion on June 30, 2023, based upon the last reported sales price on the New York Stock Exchange. As of February 14, 2024, there were 111,027,252 shares of Class A common stock outstanding.

#### DOCUMENTS INCORPORATED BY REFERENCE

Designated portions of the Proxy Statement relating to registrant's 2024 Annual Meeting of Shareholders, which will be filed with the Securities and Exchange Commission within 120 days after the end of the 2023 fiscal year, are incorporated by reference into Part III of this Report.

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**Form 10-K**  
**For the Year Ended December 31, 2023**  
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## **FORWARD LOOKING STATEMENTS**

This Annual Report on Form 10-K and other publicly available documents may contain or incorporate statements that constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Those statements appear in a number of places in this Form 10-K and include statements regarding, among other matters, the state of the airline industry, our access to the capital and debt markets, the impact of Russia's invasion of Ukraine and the impact of sanctions imposed on Russia, the impact of the Israel Hamas conflict, aircraft and engine delivery delays and manufacturing flaws, our aircraft sales pipeline and expectations, changes in inflation and interest rates and other macroeconomic conditions and other factors affecting our financial condition or results of operations. Words such as "can," "could," "may," "predicts," "potential," "will," "projects," "continuing," "ongoing," "expects," "anticipates," "intends," "plans," "believes," "seeks," "estimates" and "should," and variations of these words and similar expressions, are used in many cases to identify these forward-looking statements. Any such forward-looking statements are not guarantees of future performance and involve risks, uncertainties, and other factors that may cause our actual results, performance or achievements, or industry results to vary materially from our future results, performance or achievements, or those of our industry, expressed or implied in such forward-looking statements. Such factors include, among others, general commercial aviation industry, economic, and business conditions, which will, among other things, affect demand for aircraft, availability, and creditworthiness of current and prospective lessees; lease rates; availability and cost of financing and operating expenses; governmental actions and initiatives; and environmental and safety requirements, as well as the factors discussed under "Item 1A. Risk Factors" in this Annual Report on Form 10-K. All forward-looking statements are necessarily only estimates of future results, and there can be no assurance that actual results will not differ materially from expectations. You are therefore cautioned not to place undue reliance on such statements. Any forward-looking statement speaks only as of the date on which it is made, and we do not intend and undertake no obligation to update any forward-looking information to reflect actual results or events or circumstances after the date on which the statement is made or to reflect the occurrence of unanticipated events.

## PART I

### ITEM 1. BUSINESS

#### Overview

Air Lease Corporation (the “Company”, “ALC”, “we”, “our” or “us”) is a leading aircraft leasing company that was founded by aircraft leasing industry pioneer, Steven F. Udvar-Házy. We are principally engaged in purchasing the most modern, fuel-efficient new technology commercial jet aircraft directly from aircraft manufacturers, such as Airbus S.A.S.(“Airbus”) and The Boeing Company (“Boeing”), and leasing those aircraft to airlines throughout the world with the intention to generate attractive returns on equity. In addition to our leasing activities, we sell aircraft from our fleet to third parties, including other leasing companies, financial services companies, airlines and other investors. We also provide fleet management services to investors and owners of aircraft portfolios for a management fee. Our operating performance is driven by the growth of our fleet, the terms of our leases, the interest rates on our debt, and the aggregate amount of our indebtedness, supplemented by gains from aircraft sales and our management fees.

We currently have relationships with over 200 airlines across 70 countries. We operate our business on a global basis, providing aircraft to airline customers in every major geographical region, including markets such as Asia Pacific, Europe, the Middle East and Africa, Central America, South America and Mexico, and the U.S. and Canada. In markets such as the United States and Western Europe, our strategy is to focus on the replacement market as many airlines look to replace aging aircraft with new, modern technology, fuel efficient jet aircraft. In less saturated markets, including parts of Asia, in addition to the replacement market, we serve customers expanding their fleets. Many of these less saturated markets are experiencing increased demand for passenger airline travel. We expect that these less saturated markets will also present significant replacement opportunities in upcoming years as many airlines look to replace aging aircraft with new, modern technology, fuel efficient jet aircraft. An important focus of our strategy is meeting the needs of this replacement market. Airlines in some of these less saturated markets have fewer financing alternatives, enabling us to command higher lease rates compared to those in more mature markets.

We mitigate the risks of owning and leasing aircraft through careful management and diversification of our leases and lessees by geography, lease term, and aircraft age and type. We believe that diversification of our fleet reduces the risks associated with individual lessee defaults and adverse geopolitical and regional economic events. We mitigate the risks associated with cyclical variations in the airline industry by managing customer concentrations and lease maturities in our fleet to minimize periods of concentrated lease expirations. In order to maximize residual values and minimize the risk of obsolescence, our strategy is to own an aircraft during the first third of its expected 25-year useful life.

During the year ended December 31, 2023, we purchased 71 new aircraft from Airbus and Boeing, and sold 27 aircraft <sup>1</sup>. We ended the year with a total of 463 aircraft in our owned fleet. The net book value of our fleet grew by 6.9% to \$26.2 billion as of December 31, 2023 compared to \$24.5 billion as of December 31, 2022. The weighted average age of our fleet was 4.6 years and the weighted average lease term remaining was 7.0 years as of December 31, 2023. Our managed fleet was comprised of 78 aircraft as of December 31, 2023 compared to 85 aircraft as of December 31, 2022. We have a globally diversified customer base comprised of 119 airlines in 62 countries as of December 31, 2023. We continued to maintain a strong lease utilization rate of 99.9% for the year ended December 31, 2023.

As of December 31, 2023, we had commitments to purchase 334 aircraft from Airbus and Boeing for delivery through 2028, with an estimated aggregate commitment of \$21.7 billion. We have placed 100% of our committed orderbook on long-term leases for aircraft delivering through the end of 2025 and have placed approximately 65% of our entire orderbook. We ended 2023 with \$31.0 billion in committed minimum future rental payments, consisting of \$16.4 billion in contracted minimum rental payments on the aircraft in our existing fleet and \$14.6 billion in minimum future rental payments related to aircraft which will deliver between 2024 through 2027.

We finance the purchase of aircraft and our business with available cash balances and internally generated funds, including through cash flows from our operating leases, aircraft sales and trading activity and debt financings. Our debt financing strategy is focused on raising unsecured debt in the global bank and debt capital markets, with limited utilization of government guaranteed export credit or other forms of secured financing. During 2023, we raised approximately \$3.6 billion in committed debt financings, with floating interest rates ranging from SOFR plus 0.42% and SOFR plus 1.50% and fixed interest rates ranging from 5.30% to 5.94%, net of the effects of cross-currency hedging arrangements. We ended 2023 with an aggregate borrowing capacity under our

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<sup>1</sup>Aircraft sales include two sales-type lease transactions and nine sales-type lease transactions during the year ended December 31, 2023 and 2022, respectively.

revolving credit facility of \$6.3 billion and total liquidity of \$6.8 billion. As of December 31, 2023, we had total debt outstanding of \$19.4 billion, of which 84.7% was at a fixed rate and 98.4% of which was unsecured, and in the aggregate, our composite cost of funds was 3.77%.

Our total revenues for the year ended December 31, 2023 increased by 15.9% to \$2.7 billion as compared to 2022. The increase in total revenues was primarily driven by the continued growth in our fleet, an increase in sales activity and higher end of lease revenue. During the year ended December 31, 2023, we recognized \$156.3 million in gains from the sale of 27 aircraft and also recognized \$124.4 million in end of lease revenue from the return of 22 aircraft. During the year ended December 31, 2022, we recognized \$48.0 million in gains from the sale of 15 aircraft<sup>1</sup>. In addition, in 2022, we recorded \$76.6 million in income related to security deposit forfeitures and maintenance reserve revenue from the return of 12 aircraft as well as the termination of our leasing activities in Russia.

Our net income attributable to common stockholders for the year ended December 31, 2023 was \$572.9 million, or \$5.14 per diluted share, as compared to a net loss attributable to common stockholders of \$138.7 million, or \$1.24 loss per diluted share, for the year ended December 31, 2022. The increase compared to the prior year was primarily due to the increase in revenues as discussed above partially offset by higher interest expense, which resulted from an increase in our composite cost of funds. In addition, in 2023, we recognized a net benefit of approximately \$67.0 million from the settlement of insurance claims under JSC Siberia Airline's ("S7", a Russian airline) insurance policies related to four aircraft previously included in our owned fleet and our equity interest in certain aircraft from our managed fleet that were previously on lease to S7, whereas in 2022, we recognized a net write-off of \$771.5 million related to our Russian fleet. See "Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations" for more information on our financial results for the year ended December 31, 2023.

Adjusted net income before income taxes<sup>2</sup> during the year ended December 31, 2023 was \$733.6 million or \$6.58 per adjusted diluted share, as compared to \$659.9 million, or \$5.89 per adjusted diluted share, for the year ended December 31, 2022. The increase in our adjusted net income before income taxes and adjusted diluted earnings per share before income taxes primarily relates to the increase in revenues as discussed above, partially offset by higher interest expense.

## **Aircraft Industry**

We believe the current airline operating environment is favorably positioned for our Company and the broader commercial aircraft leasing industry. Factors such as increases in population growth and the size of the global middle class, as well as air travel demand and improved global economic health and development positively affect the long-term performance of the commercial aircraft leasing industry. In addition, factors and trends including increased airline financing needs, Original Equipment Manufacturer ("OEM") supply chain challenges and backlogs, the rising price of jet fuel, and environmental sustainability objectives impact the commercial aircraft leasing industry in the short-term and may increase the demand for our aircraft.

Passenger traffic volume has historically expanded at a faster rate than global gross domestic product ("GDP") growth, in part due to the expansion of the global middle class and the ease and affordability of air travel, which we expect to continue. The International Air Transport Association ("IATA") reported that passenger traffic was up 37% during 2023 relative to the prior year, primarily due to a significant acceleration in international traffic and strong continued expansion of domestic traffic in most markets. International traffic in 2023 rose 42% relative to the prior year, benefiting from a significant recovery in international travel in the Asia Pacific region, as well as continued robust international traffic expansion in all other major markets reported by IATA. Global domestic traffic rose 30% during 2023 as compared to the prior year, with most major markets experiencing double-digit percentage increases as compared to 2022. Meanwhile, passenger load factors also continue to rise and are persisting at historically high levels, which is compounding airline demand for additional aircraft. IATA reported a total global passenger load factor of 82% for the full-year 2023, as compared to 79% for full-year 2022, and 80% for full-year 2013.

As global air traffic continues to expand, we are experiencing increased demand for our aircraft through new lease requests and lease extension requests. Airline forward ticket sales as reported by IATA remained strong in 2023, illustrating continued support for

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<sup>2</sup>Adjusted net income before income taxes excludes the effects of certain non-cash items, one-time or non-recurring items that are not expected to continue in the future and certain other items, such as net write-offs and recoveries related to our former Russian fleet. Adjusted net income before income taxes and adjusted diluted earnings per share before income taxes are measures of financial and operational performance that are not defined by U.S. Generally Accepted Accounting Principles ("GAAP"). See "Results of Operations" in "Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations" of this Annual Report on Form 10-K for a discussion of adjusted net income before income taxes and adjusted diluted earnings per share before income taxes as non-GAAP measures and a reconciliation of these measures to net income attributable to common stockholders.

traffic volume into 2024. We expect the need for airlines to replace aging aircraft will also increase the demand for newer, more fuel efficient aircraft. As a result, we believe many airlines will look to lessors for these new aircraft. In addition, both Airbus and Boeing have ongoing delivery delays which have been further compounded by engine manufacturer delays, as well as shorter on-wing engine time of most new technology engines. These delays have impacted and may continue to impact the ability of Airbus and Boeing to meet their contractual delivery obligations to us. We also expect that relatively low levels of widebody retirements in recent years could lead to an accelerated replacement cycle of older widebody aircraft in the near future.

The increased demand for our aircraft, combined with elevated interest rates and inflation, helped to increase lease rates during the year ended December 31, 2023. However, lease rate increases continue to lag behind interest rate increases. We expect that lease rates will continue to increase as airlines adjust to a persistently higher interest rate environment and our funding advantage relative to our airline customers widens. Lease rates are influenced by several factors above and beyond interest rates, including aircraft demand, supply technicals, supply chain disruptions, environmental initiatives and other factors that may result in a change in lease rates regardless of the interest rate environment and therefore, are difficult to project or forecast. We also believe the increase in lease rates and the tightening of credit markets may result in a shortfall of available capital to finance aircraft purchases, which could increase the demand for leasing.

Airline reorganizations, liquidations, or other forms of bankruptcies occurring in the industry may impact some of our aircraft customers and result in the early return of aircraft or changes in our lease terms. Our airline customers are facing higher operating costs as a result of higher fuel costs, interest rates and inflation, foreign currency risk, ongoing labor shortages and disputes, as well as delays and cancellations caused by the global air traffic control system and airports, although the magnitude of underlying pre-pandemic demand returning to the market is offering a strong counterbalance to these increased costs.

We believe the aircraft leasing industry has remained resilient over time across a variety of global economic conditions and remain optimistic about the long-term fundamentals of our business. We believe leasing will continue to be an attractive form of aircraft financing for airlines because less cash and financing is required for the airlines, lessors maintain key delivery positions, and it provides fleet flexibility while eliminating residual value risk for lessees.

## **Operations to Date**

### *Current Fleet*

The net book value of our fleet<sup>3</sup> increased by 6.9% to \$26.2 billion as of December 31, 2023 compared to \$24.5 billion as of December 31, 2022. As of December 31, 2023, we owned 463 aircraft in our aircraft portfolio, comprised of 345 narrowbody aircraft and 118 widebody aircraft. As of December 31, 2023, the weighted average fleet age and weighted average remaining lease term of our fleet was 4.6 years and 7.0 years, respectively. We had a managed fleet of 78 aircraft as of December 31, 2023 compared to 85 as of December 31, 2022.

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<sup>3</sup> References throughout this Annual Report on Form 10-K to "our fleet" refer to the aircraft included in flight equipment subject to operating leases and do not include aircraft in our managed fleet, our flight equipment held for sale or aircraft classified as net investments in sales-type leases unless the context indicates otherwise.

### Geographic Diversification

Over 95% of our aircraft are operated internationally. The following table sets forth the dollar amount and percentage of our Rental of flight equipment revenues attributable to the respective geographical regions based on each airline's principal place of business:

Region	Year Ended December 31, 2023		Year Ended December 31, 2022		Year Ended December 31, 2021	
	Amount of Rental Revenue	% of Total	Amount of Rental Revenue	% of Total	Amount of Rental Revenue	% of Total
(in thousands, except percentages)						
Asia Pacific	\$ 1,156,837	46.7 %	\$ 1,067,270	48.2 %	\$ 992,849	49.6 %
Europe	769,407	31.1 %	611,091	27.6 %	564,479	28.2 %
The Middle East and Africa	262,554	10.6 %	251,243	11.3 %	210,977	10.5 %
Central America, South America and Mexico	156,275	6.3 %	141,638	6.4 %	104,315	5.2 %
U.S. and Canada	132,534	5.3 %	143,266	6.5 %	130,717	6.5 %
Total	\$ 2,477,607	100.0 %	\$ 2,214,508	100.0 %	\$ 2,003,337	100.0 %

The following table sets forth the regional concentration based on each airline's principal place of business of our flight equipment subject to operating lease based on net book value as of December 31, 2023 and 2022:

Region	December 31, 2023		December 31, 2022	
	Net Book Value	% of Total	Net Book Value	% of Total
(in thousands, except percentages)				
Asia Pacific	\$ 10,456,435	39.8 %	\$ 10,818,250	44.1 %
Europe	9,881,024	37.7 %	7,985,317	32.5 %
Central America, South America, and Mexico	2,361,089	9.0 %	1,924,216	7.8 %
The Middle East and Africa	2,062,420	7.9 %	2,253,342	9.3 %
U.S. and Canada	1,470,240	5.6 %	1,557,260	6.3 %
Total <sup>(1)</sup>	\$ 26,231,208	100.0 %	\$ 24,538,385	100.0 %

(1) As of December 31, 2022, we had four aircraft classified as held for sale with a carrying value of \$153.5 million included in the table above.

The following table sets forth our top five lessees by net book value as of December 31, 2023:

Lessee	December 31, 2023
	% of Total
EVA Air	4.9 %
Virgin Atlantic	4.8 %
Air France-KLM Group	4.3 %
ITA	4.2 %
Vietnam Airlines	4.1 %



At December 31, 2023 and 2022, we owned and managed leased aircraft to customers in the following regions based on each airline's principal place of business:

Region	December 31, 2023		December 31, 2022	
	Number of Customers <sup>(1)</sup>	% of Total	Number of Customers <sup>(1)</sup>	% of Total
Europe	50	42.0 %	49	41.9 %
Asia Pacific	34	28.6 %	34	29.0 %
The Middle East and Africa	15	12.6 %	14	12.0 %
U.S. and Canada	12	10.1 %	13	11.1 %
Central America, South America and Mexico	8	6.7 %	7	6.0 %
Total	119	100.0 %	117	100.0 %

(1) A customer is an airline with its own operating certificate.

For the years ended December 31, 2023, 2022, and 2021, our rental revenues from China were \$330.8 million, \$360.0 million and \$352.4 million, respectively. China was the only individual country that represented at least 10% of our rental revenue based on each airline's principal place of business in each of 2021, 2022 and 2023; however, no individual airline contributed more than 10% to our rental revenue. Our customer base is highly diversified, with an average customer concentration of approximately 1.0% of our fleet net book value as of December 31, 2023. We also have a globally diversified customer base with an average country concentration of approximately 1.8% of our fleet net book value as of December 31, 2023.

### Aircraft Acquisition Strategy

We seek to acquire the most highly in demand and widely distributed, modern technology, fuel efficient and lowest emissions narrowbody and widebody commercial jet aircraft, with a primary focus on passenger aircraft. Our strategy is to order new aircraft directly from the manufacturers. When placing new aircraft orders with the manufacturers, we strategically target the replacement of aging aircraft with modern technology aircraft. Additionally, we look to supplement our order pipeline with opportunistic purchases of aircraft in the secondary market and participate in sale-leaseback transactions with airlines.

Prior to ordering aircraft, we evaluate the market for specific types of aircraft. We consider the overall demand for the aircraft type in the marketplace based on our deep knowledge of the aviation industry and our customer relationships. It is important to assess the airplane's economic viability, the operating performance characteristics, engine variant options, intended utilization by our customers, and which aircraft types it will replace or compete within the global market. Additionally, we study the effects of global airline passenger traffic growth in order to determine the likely demand for our new aircraft upon delivery.

For new aircraft deliveries, we source many components separately, which include seats, safety equipment, avionics, galleys, cabin finishes, engines, and other equipment. Oftentimes, we are able to achieve lower pricing through direct bulk purchase contracts with the component manufacturers than would be achievable if we relied on the airframe manufacturers to source the components for the aircraft themselves. Airframe manufacturers such as Airbus and Boeing install these buyer furnished equipment in our aircraft during the final assembly process at their facilities. With this purchasing strategy, we are able to both meet specific customer configuration requirements and lower our total acquisition cost of the aircraft.

### Aircraft Leasing Strategy

The airline industry is complex and constantly evolving due to changes in the competitive landscape and passenger traffic patterns. Fleet flexibility is key to the airlines' ability to effectively operate and compete in their respective markets. Operating leases offer airlines significant fleet flexibility by allowing them to adapt and manage their fleets through varying market conditions without bearing the full financial risk associated with these capital-intensive assets that have an expected useful life of 25 years. We work closely with our airline customers throughout the world to help optimize their long-term aircraft fleet strategies. We may also, from time to time, work with our airline customers to assist them in obtaining financing for aircraft.

We work to mitigate the risks associated with owning and leasing aircraft and cyclical variations in the airline industry through careful management of our fleet, including managing customer concentrations by geography and region, entering into long-term

leases, staggering lease maturities, balancing aircraft type exposures, and maintaining a young fleet age. We believe that diversification of our fleet reduces the risks associated with individual customer defaults and the impact of adverse geopolitical and regional economic events. In order to maximize residual values and minimize the risk of obsolescence, our strategy is generally to own an aircraft for approximately the first third of its expected 25-year useful life.

Our management team identifies prospective airline customers based upon industry knowledge and long-standing relationships. Prior to leasing an aircraft, we evaluate the competitive positioning of the airline, the strength and quality of the management team, and the financial performance of the airline. Our management team obtains and reviews relevant business materials from all prospective customers before entering into a lease agreement. Under certain circumstances, the customer may be required to obtain guarantees or other financial support from a sovereign entity or a financial institution. We work closely with our existing customers and potential lessees to develop customized lease structures that address their specific needs. We typically enter into a lease agreement 18 to 36 months in advance of the delivery of a new aircraft from our orderbook. Once the aircraft has been delivered and operated by the airline, we look to remarket the aircraft and sign a follow-on lease six to 12 months ahead of the scheduled expiry of the initial lease term.

Our leases are typically structured as operating leases with fixed rates and terms and typically require cash security deposits and maintenance reserve payments. In addition, our leases are all structured as triple net leases, whereby the lessee is responsible for all operating costs, including taxes, insurance and maintenance and also contain provisions that require payment whether or not the aircraft is operated, irrespective of the circumstances. Substantially all of our leases require payments to be made in U.S. dollars.

In addition, our leases require the lessee to be responsible for compliance with applicable laws and regulations with respect to the aircraft. We require our lessees to comply with the standards of either the U.S. Federal Aviation Administration ("FAA") or its equivalent in foreign jurisdictions. As a function of these laws and the provisions in our lease contracts, the lessees are responsible for performing all maintenance of the aircraft and returning the aircraft and its components in a specified return condition. Generally, we receive a cash deposit and maintenance reserves as security for the lessee's performance of its obligations under the lease and the condition of the aircraft upon return. In addition, most leases contain extensive provisions regarding our remedies and rights in the event of a default by a lessee. The lessee generally is required to continue to make lease payments under all circumstances, including periods during which the aircraft is not in operation due to maintenance or grounding.

Some foreign countries have currency and exchange laws regulating the international transfer of currencies. When necessary, we may require, as a condition to any foreign transaction, that the lessee or purchaser in a foreign country obtain the necessary approvals of the appropriate government agency, finance ministry, or central bank for the remittance of all funds contractually owed in U.S. dollars. We attempt to minimize our currency and exchange risks by negotiating the designated payment currency in our leases to be U.S. dollars. To meet the needs of certain of our airline customers, we have agreed to accept certain lease payments in a foreign currency. After we agree to the rental payment currency with an airline, the negotiated currency typically remains for the term of the lease. We may enter into contracts to mitigate our foreign currency risk, but we expect that the economic risk arising from foreign currency denominated leases will be immaterial to us.

We may, in connection with the lease of used aircraft, agree to contribute specific additional amounts to the cost of certain first major maintenance events or modifications, which usually reflect the usage of the aircraft prior to the commencement of the lease. We may be obligated under the leases to make reimbursements of maintenance reserves previously received to lessees for expenses incurred for certain planned major maintenance. We also, on occasion, may contribute towards aircraft modifications and recover any such costs over the life of the lease.

#### *Monitoring*

During the lease term, we closely follow the operating and financial performance of our lessees. We maintain a high level of communication with the lessee and frequently evaluate the state of the market in which the lessee operates, including the impact of changes in passenger air travel and preferences, the impact of delivery delays, changes in general economic conditions, emerging competition, new government regulations, regional catastrophes, and other unforeseen shocks that are relevant to the airline's market. This enables us to identify lessees that may be experiencing operating and financial difficulties. This identification assists us in assessing the lessee's ability to fulfill its obligations under the lease. This monitoring also identifies candidates, where appropriate, to restructure the lease prior to the lessee's insolvency or the initiation of bankruptcy or similar proceedings. Once an insolvency or bankruptcy occurs, we typically have less control over, and would most likely incur greater costs in connection with, the restructuring of the lease or the repossession of the aircraft.

During the life of the lease, situations may emerge that place our customers under significant financial pressure, which may lead us to repossess our aircraft or restructure our leases with our airline customers. When we repossess an aircraft leased in a foreign country, we generally expect to export the aircraft from the lessee's jurisdiction. In some situations, the lessees may not fully cooperate in returning the aircraft. In those cases, we will take appropriate legal action, a process that could ultimately delay the return and export of the aircraft. In addition, in connection with the repossession of an aircraft, we may be required to pay outstanding mechanics' liens, airport charges, navigation fees and other amounts secured by liens on the repossessed aircraft. These charges could relate to other aircraft that we do not own but were operated by the lessee.

#### *Remarketing*

Our lease agreements are generally structured to require lessees to notify us six to 12 months in advance of the lease's expiration if a lessee desires to renew or extend the lease. Requiring lessees to provide us with such advance notice provides our management team with an extended period of time to consider a broad set of alternatives with respect to the aircraft, including assessing general market and competitive conditions and preparing to remarket or sell the aircraft. If a lessee fails to provide us with notice, the lease will automatically expire at the end of the term, and the lessee will be required to return the aircraft pursuant to the conditions in the lease. As discussed above, our leases contain detailed provisions regarding the required condition of the aircraft and its components upon return at the end of the lease term.

#### **Aircraft Sales & Trading Strategy**

Our strategy is to maintain a portfolio of young modern aircraft with a widely diversified customer base. In order to achieve this profile, we primarily order new planes directly from the manufacturers, place them on long-term leases, and sell the aircraft when they near the end of the first third of their expected 25-year economic useful life. We typically sell aircraft that are currently operated by an airline with multiple years of lease term remaining on the contract, in order to achieve the maximum disposition value of the aircraft. Buyers of the aircraft may include other leasing companies, financial institutions, airlines and other investors. We also, from time to time, buy and sell aircraft on an opportunistic basis for trading profits. Additionally, as discussed below, we may provide management services to buyers of our aircraft assets for a fee.

#### **Aircraft Management Strategy**

We supplement our core business model by providing fleet management services to third-party investors and owners of aircraft portfolios for a management fee. This allows us to better serve our airline customers and expand our existing airline customer base by providing additional leasing opportunities beyond our own aircraft portfolio, new order pipeline, and customer or regional concentration limits. As of December 31, 2023, we had a managed fleet of 78 aircraft.

#### **Financing Strategy**

We finance the purchase of aircraft and our business with available cash balances and internally generated funds, including through cash flows from our operating leases, aircraft sales and trading activity, and debt financings. We aim to maintain investment-grade credit metrics and focus our debt financing strategy on funding our business primarily on an unsecured basis with mostly fixed-rate debt issued in the public bond market. Unsecured financing provides us with operational flexibility when selling or transitioning aircraft from one airline to another. We also have the ability to seek debt financing secured by our assets, as well as financings supported through government-guaranteed export credit agencies for most of our future aircraft deliveries.

#### **Insurance**

We require our lessees to obtain insurance coverage that is customary in the air transportation industry, including comprehensive liability insurance, aircraft all-risk hull insurance, and war-risk insurance covering risks such as hijacking, terrorism, confiscation, expropriation, seizure, and nationalization. We generally require a certificate of insurance from the lessee's insurance broker prior to delivery of an aircraft. Generally, all certificates of insurance contain a breach of warranty endorsement so that our interests are not prejudiced by any act or omission of the lessee. Lease agreements generally require hull and liability limits to be in U.S. dollars, which are shown on the certificate of insurance.

In accordance with our lease agreements, insurance premiums are paid by the lessee, with coverage acknowledged by the broker or carrier. The territorial coverage, in each case, should be suitable for the lessee's area of operations and based on available insurance coverages. We generally require that the certificates of insurance contain, among other provisions, a provision prohibiting cancellation or material change without at least 30 days' advance written notice to the insurance broker, who would be obligated to give us prompt notice, except in the case of hull war and liability war insurance policies, which customarily only provide seven days' advance written notice for cancellation and may be subject to shorter notice under certain market conditions. Furthermore, the insurance is primary and not contributory, and we require that all insurance carriers be required to waive rights of subrogation against us.

The stipulated loss value schedule under aircraft hull insurance policies is on an agreed-value basis acceptable to us and typically exceeds the book value of the aircraft. In cases where we believe that the agreed value stated in the lease is not sufficient, we make arrangements to cover such deficiency, which would include the purchase of additional "Total Loss Only" coverage for the deficiency.

Aircraft hull policies generally contain standard clauses covering aircraft and engines. The lessee is required to pay all deductibles. Furthermore, the hull war policies generally contain full war risk endorsements, including, but not limited to, confiscation (where available), seizure, hijacking and similar forms of retention or terrorist acts.

The comprehensive liability insurance listed on certificates of insurance generally includes provisions for bodily injury, property damage, passenger liability, cargo liability, and such other provisions reasonably necessary in commercial passenger and cargo airline operations. We expect that such certificates of insurance list combined comprehensive single liability limits of not less than \$500 million for Airbus and Boeing aircraft. As a standard in the industry, airline operator's policies contain a sublimit for third-party war risk liability generally in the amount of at least \$150 million. We require each lessee to purchase higher limits of third-party war risk liability or obtain an indemnity from its respective government.

The international aviation insurance market has exclusions for physical damage to aircraft hulls caused by weapons of mass destruction, including nuclear events, dirty bombs, bio-hazardous materials, and electromagnetic pulsing. Exclusions for the same type of perils could be introduced into liability policies in the future as well.

We cannot assure you that our lessees will be adequately insured against all risks in all territories in which they operate, that lessees will at all times comply with their obligations to maintain insurance, that any particular claim will be paid, or that lessees will be able to obtain adequate insurance coverage at commercially reasonable rates in the future.

In addition to the insurance coverage obtained by our lessees, we separately purchase contingent liability insurance and contingent hull insurance on all aircraft in our owned fleet and maintain other insurance covering the specific needs of our business operations. While we believe our insurance is adequate both as to coverages and amounts based on industry standards in the current market, we cannot assure you that we are adequately insured against all risks and in all territories in which our aircraft operate. For example, Russia, Ukraine, Belarus and the Republic of Sudan are now generally excluded from coverage in our contingent liability, contingent hull and contingent hull war insurance consistent with insurance market terms available at the time these policies were last renewed.

## **Competition**

The leasing, remarketing, and sale of aircraft is highly competitive. While we are one of the largest aircraft lessors operating on a global scale, the aircraft leasing industry is diversified with a large number of competitors. We face competition from aircraft manufacturers, banks, financial institutions, other leasing companies, and airlines. Some of our competitors may have greater operating and financial resources and access to lower capital costs than we have. Competition for leasing transactions is based on a number of factors, including delivery dates, lease rates, lease terms, other lease provisions, aircraft condition, and the availability in the marketplace of the types of aircraft required to meet the needs of airline customers. Competition in the purchase and sale of used aircraft is based principally on the availability of used aircraft, price, the terms of the lease to which an aircraft is subject, and the creditworthiness of the lessee, if any.

## **Government Regulation**

The air transportation industry is highly regulated. We do not operate commercial jet aircraft, and thus may not be directly subject to many industry laws and regulations, such as regulations of the U.S. Department of State (the "DOS"), the U.S. Department of Transportation, or their counterpart organizations in foreign countries regarding the operation of aircraft for public transportation of passengers and property. As discussed below, however, we are subject to government regulation in a number of respects. In addition, our lessees are subject to extensive regulation under the laws of the jurisdictions in which they are registered or operate. These laws govern, among other things, the registration, operation, maintenance, and condition of the aircraft.

We are required to register our aircraft with an aviation authority mutually agreed upon with our lessee. Each aircraft registered to fly must have a Certificate of Airworthiness, which is a certificate demonstrating the aircraft's compliance with applicable government rules and regulations and that the aircraft is considered airworthy. Each airline we lease to must have a valid operation certificate to operate our aircraft. Our lessees are obligated to maintain the Certificates of Airworthiness for the aircraft they lease.

Our involvement with the civil aviation authorities of foreign jurisdictions consists largely of requests to register and deregister our aircraft on those countries' registries.

We are also subject to the regulatory authority of the DOS and the U.S. Department of Commerce (the "DOC") to the extent such authority relates to the export of aircraft for lease and sale to foreign entities and the export of parts to be installed on our aircraft. We may be required to obtain export licenses for parts installed in aircraft exported to foreign countries. The DOC and the U.S. Department of the Treasury (through its Office of Foreign Assets Control, or "OFAC") impose restrictions on the operation of U.S.-made goods, such as aircraft and engines, in sanctioned countries, as well as on the ability of U.S. companies to conduct business with entities in those countries and with other entities or individuals subject to blocking orders. The U.S. Patriot Act of 2001 (the "Patriot Act") prohibits financial transactions by U.S. persons, including U.S. individuals, entities, and charitable organizations, with individuals and organizations designated as terrorists and terrorist supporters by the U.S. Secretary of State or the U.S. Secretary of the Treasury. The U.S. Customs and Border Protection, a law enforcement agency of the U.S. Department of Homeland Security, enforces regulations related to the import of aircraft into the United States for maintenance or lease and the importation of parts into the U.S. for installation.

Jurisdictions in which aircraft are registered as well as jurisdictions in which they operate may impose regulations relating to noise and emission standards. In addition, most countries' aviation laws require aircraft to be maintained under an approved maintenance program with defined procedures and intervals for inspection, maintenance and repair. To the extent that aircraft are not subject to a lease or a lessee is not in compliance, we are required to comply with such requirements, possibly at our own expense.

## **Corporate Responsibility and Sustainability**

### ***Climate Change***

We believe our strategy of leasing the most modern, fuel-efficient aircraft available, contributes to the ability of our airline industry customers to work towards their sustainability goals. Aligned with the needs of our customers, reduced fuel consumption, emissions, and noise are a priority when selecting an aircraft to join our fleet. By focusing on these qualities, we strive to introduce more environmentally conscious aircraft into the world's fleet. Many of the improvements related to fuel efficiency within the aviation industry have been the result of airlines operating new, more fuel-efficient aircraft.

Below is a summary of the Greenhouse Gas ("GHG") emissions factors used and the GHG emissions by type for the year ended December 31, 2022. We present gross Scope 1 and 2 emissions below. Scope 1 represents direct GHG emissions that occur from sources that are owned or controlled by us. Scope 2 represents GHG emissions from the generation of purchased electricity consumed by us. Scope 1 and Scope 2 GHG emissions information has been prepared in accordance with the World Resources Institute ("WRI")/World Business Council for Sustainable Development ("WBCSD") GHG Protocol: A Corporate Accounting and Reporting Standard and WRI/WBCSD GHG Protocol Scope 2 Guidance, collectively referred to here as the GHG Protocol.

## GHG Emissions Factors

Emissions Scope	Emissions Source	Emissions Factor Employed
Scope 1 (Direct)	Natural Gas	Natural Gas: Emissions factors are applied to primary data obtained from utility bill (metered consumption). For all natural gas emission sources in the United States, the consumption data was converted from cubic meters to standard cubic feet and the US EPA's Emission Factors for Greenhouse Gas Inventories, dated April 2023, were applied. For all natural gas emissions sources at international locations, the UK Government GHG Conversion Factors for Company Reporting, dated September 2022, were applied.
	Diesel Backup Generators	
	Corporate Jet Fuel	
		Corporate jet fuel: Emissions factors are applied to primary data based on flight logs (fuel burn). Aviation fuel emission factors within the UK Government GHG Conversion Factors for Company Reporting, dated September 2022 were applied.
Scope 2 (Indirect Location-Based)	Electricity	Emissions factors are applied to primary data obtained from utility bill (metered consumption). For some of the offices, in which we rented a portion of the building, we estimated the amount of utility used as a percentage of the building's total based on the data provided by building management. The appropriate Scope 2 eGRID region was identified from the US EPA's Emission Factors for Greenhouse Gas Inventories, dated April 2023 (of a U.S. facility), or a public available regional factor (if an international facility). The most recently published electricity emission factor from the Sustainable Energy Authority of Ireland was applied to Dublin and the Hong Kong Electric 2022 Sustainability report, dated March 2023, was applied to Hong Kong. Carbon Footprint Country specific Electricity Grid Greenhouse Gas Emission Factors, dated March 2022, was applied to Hong Kong. Lastly, ALC management determined to use the GWPs from the IPCC Fifth Assessment Report (AR5) to remain consistent with the prior year GHG emissions calculations.
	Chilled Water	

## GHG Emissions by Type

	Carbon Dioxide	Methane	Nitrous Oxide	Total
Scope 1 Direct	4,919	3	45	4,967
Scope 2 Indirect - Location-Based	262	—	1	263

All GHG emissions figures are in metric tonnes of carbon dioxide equivalents (CO<sub>2</sub>e). In accordance with the GHG Protocol, we have included in our reporting carbon dioxide (CO<sub>2</sub>), methane (CH<sub>4</sub>), and nitrous oxide (N<sub>2</sub>O). Hydrofluorocarbons (HFCs), perfluorocarbons (PFCs), sulphur hexafluoride (SF<sub>6</sub>), and nitrogen trifluoride (NF<sub>3</sub>) emissions have been omitted as they are not material sources of greenhouse gases for us. The emissions figures provided above are based on the reporting tools and information reasonably available to us during the year ended December 31, 2022. There may be variations in methodology used by other companies in reporting emissions data, and consequently it is not always practical to directly compare emissions from different companies. In addition, future emissions results may vary as the methodology and performance measures applied by the aviation industry and by us continue to evolve.

## Human Capital Resources

### Culture and Values

We strive to conduct our business with integrity and in an honest and responsible manner and to build and maintain long-term, mutually beneficial relationships with our customers, suppliers, shareholders, employees and other stakeholders. We are also committed to fostering, cultivating and preserving a culture of diversity, equity, and inclusion. We believe that a diverse and inclusive culture helps maintain our position as a preeminent aircraft leasing company. As of December 31, 2023, 39% of our employees are multicultural and 52% are female. Our values and priorities are further specified in our code of conduct and our ethics-related compliance policies, procedures, trainings, and programs. Ethical and inclusive behavior is strongly promoted by the management team and these values are reflected in our long-term strategy and our way of doing business.

## *Employees, Compensation and Benefits*

Pay equity is central to our mission to attract and retain the best talent. Our compensation philosophy and reward structure are designed to compensate employees equitably and free of any bias. We demonstrate our commitment to pay equity by regularly reviewing our compensation practices for all our employees. Further, the health and wellness of our employees is a priority, and we offer employee benefits including a competitive compensation philosophy with comprehensive benchmarking analysis. Other benefits for which our employees in the United States, and to the extent practicable outside of the United States, are eligible for include but are not limited to: cash bonus programs, our long-term incentive plan, employee-funded 401(k) programs with company matching, education reimbursement, company-paid medical, dental and vision insurance, company-paid life insurance, reimbursement accounts and remote healthcare services among other health and wellness offerings. As of December 31, 2023, we had 163 full-time employees. None of our employees are represented by a union or collective bargaining agreements.

### **Access to Our Information**

We file annual, quarterly, current reports, proxy statements and other information with the Securities and Exchange Commission (the "SEC"). We make our public SEC filings available, at no cost, through our website at <http://www.airleasecorp.com> as soon as reasonably practicable after the report is electronically filed with, or furnished to, the SEC. The information contained on or connected to our website is not incorporated by reference into this Annual Report on Form 10-K and should not be considered part of this or any other report filed with the SEC. We will also provide these reports in electronic or paper format free of charge upon written request made to Investor Relations at 2000 Avenue of the Stars, Suite 1000N, Los Angeles, California 90067. Our SEC filings are also available free of charge on the SEC's website at <http://www.sec.gov>.

### **Corporate Information**

Our website is <http://www.airleasecorp.com>. We may post information that is important to investors on our website. Information included or referred to on, or otherwise accessible through, our website is not intended to form a part of or be incorporated by reference into this report.

### **Information about our Executive Officers**

Set forth below is certain information concerning each of our executive officers as of February 15, 2024, including his/her age and current position with us. All of our executive officers have been employed by us during the past five years.

Name	Age	Company Position
Steven F. Udvar-Házy	77	Executive Chairman of the Board of Directors
John L. Plueger	69	Chief Executive Officer, President and Director
Carol H. Forsyte	61	Executive Vice President, General Counsel, Corporate Secretary and Chief Compliance Officer
Gregory B. Willis	45	Executive Vice President and Chief Financial Officer
Alex A. Khatibi	63	Executive Vice President
Kishore Korde	50	Executive Vice President, Marketing
Grant A. Levy	61	Executive Vice President, Marketing and Commercial Affairs
John D. Poerschke	62	Executive Vice President of Aircraft Procurement and Specifications

## ITEM 1A. RISK FACTORS

***The following important risk factors, and those risk factors described elsewhere in this report or in our other filings with the SEC, could cause our actual results to differ materially from those stated in forward-looking statements contained in this document and elsewhere. These risks are not presented in order of importance or probability of occurrence. Further, the risks described below are not the only risks that we face. Additional risks and uncertainties not currently known to us or that we currently deem immaterial may also impair our business operations. Any of these risks may have a material adverse effect on our business, reputation, financial condition, results of operations, profitability, cash flows or liquidity.***

### **Risks relating to our capital requirements and debt financings**

***We will require significant capital to refinance our outstanding indebtedness and to acquire aircraft; our inability to make our debt payments and obtain incremental capital may have a material adverse effect on our business.***

We and our subsidiaries have a significant amount of indebtedness. As of December 31, 2023, our total consolidated indebtedness, net of discounts and issuance costs, was approximately \$19.2 billion and our interest payments were approximately \$693.8 million for the year ended December 31, 2023. We expect these amounts to grow as we acquire more aircraft. Our level of debt could have important consequences, including making it more difficult for us to satisfy our debt payment obligations and requiring a substantial portion of our cash flows to be dedicated to debt service payments; limiting our ability to obtain additional financing; increasing our vulnerability to negative economic and industry conditions; increasing our interest rate risk; and limiting our flexibility in planning for and reacting to changes in our industry.

Growing our fleet will require us to obtain substantial capital through additional financing, which may not be available to us on favorable terms or at all. As of December 31, 2023, we had 334 new aircraft on order with an estimated aggregate purchase price of approximately \$21.7 billion. In addition to utilizing cash flow from operations to meet these commitments and to maintain an adequate level of unrestricted cash, we will need to raise additional funds by accessing committed debt facilities, securing additional financing from banks or through capital markets offerings. We also need to maintain access to the capital and credit markets and other sources of financing in order to repay or refinance our outstanding debt obligations.

Our access to financing sources depends upon a number of factors over which we have limited control, including general market conditions and interest rate fluctuations; periods of unexpected market disruption and volatility; the market's view of the quality of our business and assets, perception of our growth potential and assessment of our credit risk; the relative attractiveness of alternative investments; and the trading prices of our debt and equity securities. Depending on market conditions at the time and our access to capital, we may also have to rely more heavily on less efficient forms of debt financing or additional equity issuances that may require a larger portion of our cash flow from operations to service, thereby reducing funds available for our operations, future business opportunities and other purposes. Further, the issuance of additional shares of preferred stock may result in such preferred stockholders having rights, preferences or privileges senior to existing Class A common stockholders, who would not have the ability to approve such issuance. These alternative measures may not be successful and may not permit us to make required repayments on our debt or meet our cash requirements, including aircraft purchase commitments. The issuance of additional equity may be dilutive to existing shareholders or otherwise may be on terms not favorable to us or existing shareholders.

If we are unable to generate sufficient cash flows from operations and cannot obtain capital on terms acceptable to us, we may be forced to seek alternatives, such as to reduce or delay investments and aircraft purchases, or to sell aircraft. We also may not be able to satisfy funding requirements for any aircraft acquisition commitments then in place, which could force us to forfeit our deposits and/or expose us to potential breach of contract claims by our lessees and manufacturers.

As a result of these risks and repercussions, our inability to make our debt payments and/or obtain incremental capital to fund future aircraft purchases may have a material adverse effect on our business.

### ***Cost of borrowing or interest rate increases may adversely affect our net income and our ability to compete in the marketplace.***

We finance our business through a combination of short-term and long-term debt financings, with most bearing interest at a fixed rate and some bearing interest at a floating rate. As of December 31, 2023, we had \$16.4 billion of fixed rate debt and \$3.0 billion of floating rate debt outstanding. Further, we have outstanding preferred stock with an aggregate stated amount of \$850.0 million that currently pays dividends at a fixed rate, but will alternate to paying dividends based on a floating rate after the initial five years from issuance, with the first \$250.0 million of preferred stock alternating to floating rate dividends on March 15, 2024. Any



increase in our cost of borrowing directly impacts our net income. Beginning in 2022, market interest rates increased substantially, with the one-month Secured Overnight Financing Rate ("SOFR") increasing from approximately 0.06% at the beginning of 2022 to approximately 5.35% at the end of 2023 and these interest rate increases have increased our borrowing costs. During 2023, our composite cost of funds increased from 3.07% at December 31, 2022 to 3.77% at December 31, 2023. Our cost of borrowing is affected primarily by the market's assessment of our credit risk and fluctuations in interest rates and general market conditions. Interest rates that we obtain on our debt financings can fluctuate based on, among other things, changes in views of our credit risk, fluctuations in U.S. Treasury rates and SOFR, as applicable, changes in credit spreads, and the duration of the debt being issued. Increased interest rates prevailing in the market at the time of our incurrence of new debt will also increase our interest expense.

Moreover, if interest rates continue to rise sharply, we will not be able to immediately offset the negative impact on our net income by increasing lease rates, even if the market were able to bear the increased lease rates. Our leases are generally entered into 18-36 months in advance of aircraft delivery and are for multiple years with fixed lease rates over the life of the lease. Therefore, lags will exist because our lease rates with respect to a particular aircraft cannot generally be increased until the expiration of the lease. Higher interest expense and the need to offset higher borrowing costs by increasing lease rates may ultimately impact our ability to compete with other aircraft leasing companies in the marketplace, especially if those companies have lower cost of funding.

Decreases in interest rates may also adversely affect our business. Since our fixed rate leases are based, in part, on prevailing interest rates at the time we enter into the lease, if interest rates decrease, new fixed rate leases we enter into may be at lower lease rates and our lease revenue will be adversely affected.

If any of these circumstances occur, our net income and/or our ability to compete in the marketplace may be adversely affected.

***Negative changes in our credit ratings may limit our ability to obtain financing or increase our borrowing costs, which may adversely impact our net income and/or our ability to compete in the marketplace.***

We are currently subject to periodic review by independent credit rating agencies S&P, Fitch and Kroll, each of which currently maintains an investment grade rating with respect to us, and we may become subject to periodic review by other independent credit rating agencies in the future. Our ability to obtain debt financing and our cost of debt financing is dependent, in part, on our credit ratings and we cannot assure you that these credit ratings will remain in effect or that a rating will not be lowered, suspended or withdrawn. Maintaining our credit ratings depends in part on strong financial results and other factors, including the outlook of the rating agencies on our sector and on the market generally. Ratings are not a recommendation to buy, sell or hold any security, and each agency's rating should be evaluated independently of any other agency's rating. Actual or anticipated changes or downgrades in our credit ratings, including any announcement that our ratings are under review for a downgrade, could increase our borrowing costs and limit our access to the capital markets, which may adversely impact our net income and/or our ability to compete in the marketplace.

***Certain of our debt agreements contain covenants that impose restrictions on us and our subsidiaries that may limit our flexibility to operate our business.***

Some of the agreements governing our indebtedness contain financial and non-financial covenants. Most of our credit facilities require us to comply with certain financial maintenance covenants (measured at the end of each quarter) including minimum consolidated shareholders' equity, minimum consolidated unencumbered assets, and an interest coverage test. Complying with such covenants may at times necessitate that we forego other opportunities, including incurring additional indebtedness, declaring or paying certain dividends and distributions or entering into certain transactions, investments, acquisitions, loans, guarantees or advances. Moreover, our failure to comply with any of these covenants could constitute a default and could accelerate some, if not all, of the indebtedness outstanding under such agreements and could create cross-defaults under other debt agreements, which would have a negative effect on our business and our ability to continue as a going concern. In addition, for our secured debt, if we are unable to repay such indebtedness when due and payable, the lenders under our secured debt could proceed against, among other things, the aircraft or other assets securing such indebtedness. As the result of the existence of these financial and non-financial covenants and our need to comply with them, the flexibility we have to operate our business may be limited.

**Operational risks relating to our business**

***We may be unable to generate sufficient returns on our aircraft investments which may have an adverse impact on our net income.***

Our financial performance is driven by our ability to acquire strategically attractive commercial passenger aircraft, profitably lease and re-lease them, and finally sell such aircraft in order to generate sufficient revenues to finance our growth and operations, pay our debt service obligations, and meet our other corporate and contractual obligations. We rely on our ability to negotiate and enter into leases with favorable lease terms and to evaluate the ability of lessees to perform their obligations to us prior to receiving the delivery of our orderbook aircraft from the manufacturers. When our leases expire or our aircraft are returned prior to the date contemplated in the lease, we bear the risk of re-leasing or selling the aircraft. Because our leases are predominantly operating leases, only a portion of an aircraft's value is recovered by the revenues generated from the lease and we may not be able to realize the aircraft's residual value after lease expiration. Our ability to profitably purchase, lease, re-lease, sell or otherwise dispose of our aircraft will depend on conditions in the airline industry and general market and competitive conditions at the time of purchase, lease and disposition. In addition to factors linked to the aviation industry in general, other factors that may affect our ability to generate adequate returns from our aircraft include the maintenance and operating history of the airframe and engines, the number of operators using the particular type of aircraft, and aircraft age. If we are unable to generate sufficient returns on our aircraft due to any of the above factors within or outside of our control, it may have an adverse impact on our net income.

***Failure to satisfy our aircraft acquisition commitments would negatively affect our ability to further grow our fleet and net income.***

As of December 31, 2023, we had entered into binding purchase commitments to acquire a total of 334 new aircraft for delivery through 2028. If we are unable to complete the purchase of such aircraft, we would face several risks, including forfeiting deposits and progress payments and having to pay and expense certain significant costs relating to these commitments; not realizing any of the benefits of completing the acquisitions; damage to our reputation and relationship with aircraft manufacturers; and defaulting on our lease commitments, which could result in monetary damages and damage to our reputation and relationships with lessees. If we determine that the capital required to satisfy these commitments is not available on terms we deem attractive, we may eliminate or reduce any then-existing dividend program to preserve capital to apply to such commitments. These risks, whether financial or reputational, would negatively affect our ability to further grow our fleet and net income.

***Failure to complete our planned aircraft sales could affect our net income and may lead us to use alternative sources of liquidity.***

Proceeds from the sale of aircraft in our owned portfolio help to supplement our liquidity position and contribute to our net income. We currently expect to sell approximately \$1.5 billion in aircraft for the full year 2024. If we are unable to complete the sales of such aircraft on the timeline anticipated, or at all, it could impact our net income and may lead us to use alternative sources of liquidity to fund our operations such as additional capital markets issuances or borrowings under our credit facilities.

***The failure of an aircraft or engine manufacturer to meet its delivery obligations to us may negatively impact our ability to grow our fleet and our earnings.***

The supply of commercial aircraft is dominated by a limited number of airframe and engine manufacturers. As a result, we depend on these manufacturers' ability to remain financially stable, produce products and related components which meet airlines' demands and regulatory requirements, and fulfill any contractual obligations they have to us, which is in turn dependent on a number of factors over which we have little or no control. Those factors include the availability of raw materials and manufactured components, changes in highly exacting performance requirements and product specifications, economic conditions, changes in the regulatory environment and labor relations and negotiations between manufacturers and their respective workforces. If manufacturers fail to meet their contractual obligations to us, we may experience:

- missed or late aircraft deliveries and potential inability to meet our contractual delivery obligations owed to our lessees, resulting in potential lost or delayed revenues, and strained customer relationships;
- an inability to acquire aircraft and engines resulting in lower growth or contraction of our aircraft fleet;
- reduced demand for a particular manufacturer's product, which may lead to reduced market lease rates and lower aircraft residual values and may affect our ability to remarket or sell at a profit, or at all, some of the aircraft in our fleet; and
- technical or other difficulties with aircraft or engines after delivery that subject aircraft to operating restrictions, groundings or increased maintenance requirements, resulting in a decline in residual value and lease rates of such aircraft and impair our ability to lease or dispose of such aircraft or engines on favorable terms or at all.

There have been well-publicized delivery delays by airframe and engine manufacturers. For example, we have experienced ongoing delivery delays of Airbus and Boeing aircraft and have been advised delays could extend through 2028. Additionally, recent events surrounding the 737-9 MAX and the FAA's increased oversight of Boeing's quality control procedures and constraints placed on 737 MAX program production may result in further delivery delays. In addition, a manufacturing flaw impacting certain Pratt & Whitney engines is resulting in accelerated engine removal and incremental shop visits, which may result in delivery delays of these engines for new aircraft. As a result of airframe and engine delays, our orderbook delivery schedule could continue to be subject to material changes and delivery delays are expected to extend beyond 2024. Our leases and purchase agreements with Airbus and Boeing typically provide for cancellation rights starting at one year after the original contractual delivery date, regardless of cause. If there are delivery delays greater than one year for aircraft that we have made future lease commitments, some or all of our affected lessees could elect to cancel their lease with respect to such delayed aircraft. Any such cancellation could strain our relationship with such lessee going forward and would negatively affect our business.

Should the severity of the delivery delays from the manufacturers continue or worsen, or should new delays arise, such delays may negatively impact our ability to grow our fleet and our earnings.

***If our aircraft become obsolete or experience a decline in customer demand, our ability to lease and sell those aircraft and our results of operations may be negatively impacted and may result in impairment charges.***

Aircraft are long-lived assets, requiring long lead times to develop and manufacture, with models becoming obsolete or less in demand over time, in particular when newer, more advanced aircraft are manufactured.

Our fleet, as well as the aircraft that we have on order, have exposure to a decline in customer demand or obsolescence, particularly if unanticipated events occur which shorten the life cycle of such aircraft types, including: the introduction of superior aircraft or technology, such as new airframes or engines with higher fuel efficiency; the entrance of new manufacturers which could offer aircraft that are more attractive to our target lessees, including manufacturers of alternative technology aircraft; the advent of alternative transportation technologies which could make travel by air less desirable; government regulations, including those limiting noise and emissions and the age of aircraft operating in a jurisdiction; the costs of operating an aircraft, including maintenance which increases with aircraft age; and compliance with airworthiness directives. Obsolescence of certain aircraft may also trigger impairment charges, increase depreciation expense or result in losses related to aircraft asset value guarantees, if we provide such guarantees.

The demand for our aircraft is also affected by other factors outside of our control, including: air passenger demand; air cargo demand; air travel restrictions; airline financial health; changes in fuel costs, interest rates, foreign currency, inflation and general economic conditions; technical problems associated with a particular aircraft or engine model; airport and air traffic control infrastructure constraints; and the availability and cost of financing.

As demand for particular aircraft declines, lease rates for that type of aircraft are likely to correspondingly decline, the residual values of that type of aircraft could be negatively impacted, and we may be unable to lease or sell such aircraft on favorable terms, if at all. In addition, the risks associated with a decline in demand for a particular aircraft model or type increase if we acquire a high concentration of such aircraft.

If demand declines for a model or type of aircraft of which we own or of which we have a relatively high concentration, or should the aircraft model or type become obsolete, our ability to lease or sell those aircraft and our results of operations may be negatively impacted and may result in impairment charges.

***The value and lease rates for aircraft that we own or acquire could decline resulting in an impact to our earnings and cash flows.***

From time to time, aircraft values and lease rates have experienced declines due to a variety of factors outside of our control. These factors may impact the aviation industry as a whole or may be more specific to certain types of aircraft in our fleet. For example, the effects of pandemic related travel restrictions, as well as, groundings and aircraft production delays, have each impacted and may continue to impact lease rates or our ability to lease certain aircraft in our fleet or orderbook. Other factors include, but are not limited to: manufacturer production levels and technological innovation; the number of airlines operating the aircraft; our lessees' failure to maintain our aircraft; the impact of decisions by the regulatory authority under which the aircraft is operated and any applicable airworthiness directives, service bulletins or other regulatory action that could prevent or limit utilization of the aircraft. As a result of these factors, our earnings and cash flows may be impacted by any decrease in the value of aircraft that we own or acquire or decrease in market rates for leases for these aircraft.

***Inflationary pressure may have a negative impact on our financial results, including by diminishing the value of our leases.***

After a sustained period of relatively low inflation rates, current rates of inflation are above or near recent historical highs in the United States, the European Union, the United Kingdom and other countries. High rates of inflation may have a number of adverse effects on our business. Inflation may increase the costs of goods, services and labor used in our operations, thereby increasing our expenses. Because the majority of our income is derived from leases with fixed rates of payment, high rates of inflation will cause a greater decrease in the value of those payments than had the rates of inflation remained lower. In addition, because our leases are generally for multi-year periods, there has been a lag in our ability to adjust the lease rates for a particular aircraft for corresponding increases in interest rates. High rates of inflation may also lead policymakers to attempt to decrease demand or to adopt higher interest rates to combat inflationary pressures, which could increase our exposure to the risks detailed in “Risks relating to our capital requirements and debt financings—Cost of borrowing or interest rate increases may adversely affect our net income and our ability to compete in the marketplace.” Our suppliers and lessees may also be subject to material adverse effects as a result of high rates of inflation, including as a result of the impact on their financial conditions, changes in demand patterns, price volatility, and supply chain disruption.

***Aircraft have limited economic useful lives and depreciate over time and we may be required to record an impairment charge or sell aircraft for a price less than its depreciated book value which may impact our financial results.***

We depreciate our aircraft for accounting purposes on a straight-line basis to the aircraft’s residual value over its estimated useful life. Our management team evaluates on a quarterly basis the need to perform an impairment test whenever facts or circumstances indicate a potential impairment has occurred. An assessment is performed whenever events or changes in circumstances indicate that the carrying amount of an aircraft may not be recoverable from its expected future undiscounted net cash flow. We develop the assumptions used in the recoverability assessment based on management’s knowledge of, and historical experience in, the aircraft leasing market and aviation industry, as well as from information received from third-party industry sources. Factors considered in developing estimates for this assessment include changes in contracted lease rates, economic conditions, technology, and airline demand for a particular aircraft type. Any of our assumptions and estimates may prove to be inaccurate, which could adversely impact forecasted cash flow. In the event that an aircraft does not meet the recoverability test, the aircraft will be recorded at fair value, resulting in an impairment charge. Deterioration of future lease rates and the residual values of our aircraft could result in impairment charges which may have a significant impact on our financial results. The occurrence of unexpected events or changing conditions may also result in impairment charges. For a description of our impairment policy, see the section titled “Management’s Discussion and Analysis of Financial Condition and Results of Operations—Critical Accounting Estimates—Flight equipment.”

If we were to record an impairment charge on aircraft, or if we were to dispose of aircraft for a price that is less than its depreciated book value on our balance sheet, it would reduce our total assets and shareholders’ equity and increase our debt to equity ratio. For example, during the year ended December 31, 2022, we recognized a net loss from asset write-offs of our interest in owned and managed aircraft detained in Russia as a result of the Russia-Ukraine conflict totaling approximately \$771.5 million. Depending on the size of the impairment, a reduction in our shareholders’ equity may negatively impact our assigned credit rating from ratings agencies or our ability to comply with financial maintenance covenants in certain of our agreements governing our indebtedness. If we are unable to comply with financial maintenance covenants, it could result in an event of default under such agreements. For these reasons, our financial results may be impacted.

***The Russian-Ukraine conflict and the impact of related sanctions may continue to impact our business.***

We terminated our leasing activities and wrote-off our interests in owned and managed aircraft detained in Russia during 2022 due to the Russian-Ukraine conflict and related sanctions, which may continue to impact our business, the business of our airline customers and global macroeconomic conditions. Some of our customers are impacted by closures of Russian and Ukrainian airspace, instability in fuel and energy prices, and disruptions of the global supply chain. Ongoing airspace closures require certain of our airline customers to re-route flights to avoid such airspace which has resulted in increased flight times and fuel costs. Any of these factors could cause our lessees to incur higher costs and to generate lower revenues which could adversely affect their ability to make lease payments which in turn could impact our financial results.

***We have concentrated customer exposure and economic, legal and political risks associated with these lessees, including adverse events involving the regions in which these lessees operate may have an adverse effect on our financial condition.***

Through our lessees and the countries in which they operate, we are exposed to the specific economic, legal and political conditions and associated risks of those jurisdictions. As of December 31, 2023, we had concentrated customer exposure with our top five lessees by net book value, listed below under “Item 7. Management’s Discussion and Analysis of Financial Condition and Results of Operations—Our Fleet”, and we also had approximately 6.8% of our aircraft by net book value on lease to lessees located in China. The concentration of our aircraft in the regions in which these lessees operate exposes us to economic, legal and political conditions in these regions, as well as changes in government relations between any of these regions and the U.S., including trade disputes and trade barriers. Risks related to concentrated exposure can include economic recessions, financial, public health and political emergencies, burdensome local regulations, trade disputes, and increased risks of requisition of our aircraft and risks of wide-ranging sanctions prohibiting us from leasing flight equipment in certain jurisdictions. An adverse economic, legal or political event in or related to these regions, or deterioration of government relations between the U.S. and these regions, could affect the ability of these lessees to meet their obligations to us, or expose us to various associated legal or political risks, which could have an adverse effect on our financial condition.

***We are dependent on the ability of our lessees to perform their payment and other obligations to us under our leases and their failure to do so may materially and adversely affect our financial results and cash flows.***

We generate substantially all of our revenue from leases of aircraft to commercial airlines and our financial performance is driven by the ability of our lessees to perform their payment and other obligations to us under our leases. The airline industry is cyclical, economically sensitive and highly competitive, and our lessees are affected by several factors over which we and they have limited control, including: air passenger demand; changes in fuel costs, interest rates, foreign currency, inflation, labor difficulties, including pilot shortages, wage negotiations or other labor actions; increases in other operating costs, such as increased insurance costs, general economic conditions and governmental regulation and associated fees affecting the air transportation business. In recent years, geopolitical events such as changes in national policy or the imposition of sanctions, including new sanctions, trade barriers or tariffs, as well as events leading to political or economic instability such as war, prolonged armed conflict and acts of terrorism; epidemics, pandemics and natural disasters; availability of financing, including availability of governmental support; airline financial health may also have an impact. Finally, our lessees may also be affected by aircraft accidents, in particular a loss if the aircraft is damaged or destroyed by an event for which insurance coverage is prohibited or limited.

These factors could cause our lessees to incur higher costs and to generate lower revenues which could adversely affect their ability to make lease payments. In addition, lease default levels will likely increase over time if economic conditions deteriorate.

A majority of our lessees received lease deferrals or other accommodations during the COVID-19 pandemic, and we may agree to deferrals, restructurings and terminations in the ordinary course of our business in the future. If a lessee delays, reduces, or fails to make lease payments when due and if we are unable to agree on a lease payment deferral or lease restructuring and we elect to terminate the lease, we may not receive all or any payments still outstanding, and we may be unable to re-lease the aircraft promptly and at favorable rates, if at all. While deferrals generally shift the timing of payments to a later period, restructurings and terminations generally permanently reduce our lease revenue. If we perform a significant number of restructurings and terminations, the associated reduction in lease revenue could materially and adversely affect our financial results and cash flows.

***Lessee defaults and reorganizations, bankruptcies or similar proceedings, may result in lost revenues and additional costs.***

From time to time, an airline may seek reorganization or protection from creditors under its local laws or may go into liquidation. Some of our lessees have defaulted on their lease obligations or filed for bankruptcy or otherwise sought protection from creditors (collectively referred to as “bankruptcy”). One of our lessees is subject to bankruptcy proceedings as of February 15, 2024 and lessee bankruptcies may increase in the future. Based on historical rates of airline defaults and bankruptcies, we expect that we will experience additional lessee defaults and bankruptcies in the ordinary course of our business.

When a lessee defaults on its lease or files for bankruptcy, we typically incur significant additional costs, including legal and other expenses associated with court or other governmental proceedings. We could also incur substantial maintenance, refurbishment or repair costs if a defaulting lessee fails to pay such costs when necessary to put the aircraft in suitable condition for remarketing or sale. We may also incur storage costs associated with aircraft that we repossess and are unable to place immediately with another lessee, and we may not ultimately be able to re-lease the aircraft at a similar or favorable lease rate. It may also be necessary to pay off liens including fleet liens, taxes and other governmental charges on the aircraft to obtain clear possession and to remarket the aircraft effectively, including, in some cases, liens that the lessee might have incurred in connection with the operation of its other aircraft. We could also incur other costs in connection with the physical possession of the aircraft.

When a lessee fails to fulfill their obligations under the lease or enters into bankruptcy proceedings, the lessee may not make lease payments or may return aircraft to us before the lease expires. When a lessee files for bankruptcy with the intent of reorganizing its business, we may agree to adjust our lease terms, including reducing lease payments by a significant amount. Certain jurisdictions give rights to the trustee in a bankruptcy to assume or reject the lease or to assign it to a third party, or entitle the lessee or another third party to retain possession of the aircraft without paying lease rentals or performing all or some of the obligations under the relevant lease. If one or more airline bankruptcies result in a larger number of aircraft being available for purchase or lease over a short period of time, aircraft values and aircraft lease rates may be depressed, and additional grounded aircraft and lower market values could adversely affect our ability to sell our aircraft or lease or remarket our aircraft at favorable rates or at all.

Our rights upon a lessee default will vary significantly depending upon the jurisdiction and the applicable law, including the need to obtain a court order for repossession of the aircraft and/or consents for deregistration or export of the aircraft. When a defaulting lessee is in bankruptcy additional limitations may apply. There can be no assurance that jurisdictions that have adopted the Cape Town Convention, which provides for uniformity and certainty for repossession of aircraft, will enforce it as written. In addition, certain of our lessees are owned, in whole or in part, by government-related entities, which could complicate our efforts to repossess our aircraft in that government's jurisdiction. Accordingly, we may be delayed in, or prevented from, enforcing certain of our rights under a lease and in remarketing the affected aircraft.

If we repossess an aircraft, we may not be able to export or deregister and profitably redeploy the aircraft in a timely manner or at all. Before an aviation authority will register an aircraft that has previously been registered in another country, it must receive confirmation that the aircraft has been deregistered by that country's aviation authority. In order to deregister an aircraft, the lessee must comply with applicable laws and regulations, and the relevant governmental authority must enforce these laws and regulations. For instance, where a lessee or other operator flies only domestic routes in the jurisdiction in which the aircraft is registered, repossession may be more difficult, especially if the jurisdiction permits the lessee or the other operator to resist deregistration. We may also incur significant costs in retrieving or recreating aircraft records required for registration of the aircraft, and in obtaining a certificate of airworthiness for an aircraft. Upon a lessee default, we may incur significant costs in connection with repossessing our aircraft and we may be delayed in repossessing our aircraft or are unable to obtain possession of our aircraft.

As a result of the time and process involved with lessee defaults, reorganizations, bankruptcies or similar proceedings as described above, which can vary by airline and jurisdiction among other factors, we may experience lost revenues and additional costs.

***We may experience increased competition from other aircraft lessors which may impact our ability to execute our long-term strategy.***

The aircraft leasing industry is highly competitive. Some of our competitors have greater resources, lower capital costs, the ability to provide financial or maintenance services, or other inducements to potential lessees or buyers that we do not have, which could help them compete more effectively in certain markets we operate in. In addition, some competitors may have higher risk tolerances, lower investment return expectations or different risk or residual value assessments, which could allow them to consider a wider variety of investments, establish more relationships, bid more aggressively on aviation assets available for sale and offer lower lease rates or sale prices than we can. Our primary competitors are other aircraft leasing companies. The barriers to entry in the aircraft sale and leaseback market are comparatively low, and new entrants with private equity, hedge fund, or other funding sources appear from time to time.

Lease competition is driven by lease rates, aircraft availability dates, lease terms, relationships, aircraft condition, specifications and configuration of the aircraft necessary to meet the customer's needs. Competition in the used aircraft market is driven by price, the terms of the lease to which an aircraft is subject and the creditworthiness of the lessee, if any. Our inability to compete successfully with our competitors may impact our ability to execute our long-term strategy.

***Our lessees may fail to adequately insure our aircraft or fulfill their indemnity obligations, or we may not be able to adequately insure our aircraft, which may result in increased costs and liabilities.***

When an aircraft is on lease, we do not directly control its operation. Nevertheless, because we hold title to the aircraft, we could be sued or held strictly liable for losses resulting from the operation of such aircraft, or may be held liable for losses on other legal theories or claims may be made against us as the owner of an aircraft requiring us to expend resources in our defense. As a result, we separately purchase contingent liability insurance and contingent hull insurance on all aircraft in our owned fleet. While we believe

our insurance is adequate both as to coverages and amounts based on industry standards in the current market, we cannot assure you that we are adequately insured against all risks and in all territories in which our aircraft operate. For example, Russia, Ukraine, Belarus and the Republic of Sudan are now generally excluded from coverage in our contingent liability, contingent hull and contingent hull war insurance consistent with insurance market terms available at the time these policies were last renewed.

We also separately require our lessees to obtain specified levels of insurance customary in the aviation industry and indemnify us for, and insure against, liabilities arising out of the lessee's use and operation of the aircraft. Lessees are also required to maintain public liability, property damage and all risk hull and war risk insurance on the aircraft at agreed upon levels. Some lessees may fail to maintain adequate insurance coverage during a lease term, which, although in contravention of the lease terms, could necessitate our taking some corrective action such as terminating the lease or securing insurance for the aircraft. Moreover, even if our lessees retain specified levels of insurance, and indemnify us for, and insure against, liabilities arising out of their use and operation of the aircraft, we cannot assure you that we will not have any liability.

In addition, there are certain risks or liabilities that we or our lessees may face, for which insurers may be unwilling to provide coverage or the cost to obtain such coverage may be prohibitively expensive. For example, insurance coverage is unavailable for claims resulting from dirty bombs, bio-hazardous materials and electromagnetic pulsing. Following the Russia-Ukraine conflict, insurance coverage for claims resulting from acts of terrorism, war or confiscation are subject to increased coverage limitations and increased premiums.

Even where we, or our lessees, have insurance, we or they may face difficulties in recovering losses under such policies. Disputes with insurers over the extent of coverage are common and insurance claims may take years to fully resolve and we, or our lessees, may not ultimately be successful in recovering losses under insurance policies. Pursuing insurance claims may also require us to incur legal, regulatory and other enforcement costs for which we may not be entitled to reimbursement. For example, as described in "Item 3. Legal Proceedings," we and certain of our subsidiaries have submitted insurance claims to recover losses relating to aircraft detained in Russia, and such claims remain outstanding and subject to litigation.

Accordingly, our or our lessees' insurance coverage could be insufficient to cover all claims that could be asserted against us arising from the operation of our aircraft. Inadequate insurance coverage or default by lessees in fulfilling their indemnification or insurance obligations will reduce the proceeds that would be received by us if we are sued and are required to make payments to claimants. Moreover, our and our lessees' insurance coverage is dependent on the financial condition of insurance companies, which might be unable or unwilling to pay claims.

Our or our lessees' failure to adequately insure our aircraft, or our lessees' failure to fulfill their indemnity obligations to us, could reduce insurance proceeds otherwise payable to us in certain cases, may result in increased costs and liabilities for our business.

***We may experience the death, incapacity or departure of one of our key officers which may negatively impact our business.***

We believe that our senior management's reputation and relationships with lessees, manufacturers, buyers and financiers of aircraft are a critical element to the success of our business. We depend on the diligence, skill and network of business contacts of our management team. Our future success will depend, to a significant extent, upon the continued service of our senior management team, particularly: Mr. Udvar-Házy, our founder, and Executive Chairman of the Board; Mr. Plueger, our Chief Executive Officer and President; and our other senior officers, each of whose services are critical to the success of our business strategies. We do not have employment agreements with Mr. Udvar-Házy or Mr. Plueger for their services at Air Lease Corporation, although one of our Irish subsidiaries has limited duration employment agreements under which Mr. Udvar-Házy and Mr. Plueger may terminate their employment at any time. If we were to lose the services of any of the members of our senior management team, it may negatively impact our business.

***A cyberattack could lead to a material disruption of our information technology ("IT") systems or the IT systems of our third-party providers and the loss of business information, which may hinder our ability to conduct our business effectively and may result in lost revenues and additional costs.***

We depend on our and our third-party provider's IT systems to conduct our operations. Such systems are subject to damage or interruption from power outages, computer and telecommunications failures, computer viruses, security breaches, ransomware attacks, social-engineering attacks (including through phishing attacks), malicious code (such as viruses and worms), malware (including as a result of advanced persistent threat intrusions), fire and natural disasters, and other similar threats. In particular, severe ransomware



attacks are becoming increasingly prevalent and can lead to significant interruptions in our operations, loss of sensitive data and income, reputational harm, and diversion of funds. Extortion payments may alleviate the negative impact of a ransomware attack, but we may be unwilling or unable to make such payments due to applicable laws or regulations prohibiting such payments. Damage or interruption to such IT systems may require significant investment to fix or replace, and we may suffer operational interruptions. Potential interruptions associated with the implementation of new or upgraded systems and technology or with maintenance of existing systems could also disrupt or reduce operational efficiency. Remote work by our employees also increases risks to our IT systems and data, as more of our employees utilize network connections, computers and devices outside our premises or network, including working at home and while traveling.

Parts of our business depend on the secure operation of our and our third-party providers' IT systems to manage, process, store, and transmit sensitive information, including our proprietary information and that of our customers, suppliers and employees and aircraft leasing information. We have, from time to time, experienced threats to our data and systems, including malware and computer virus attacks. A cyberattack could adversely impact our daily operations and lead to the loss of sensitive information, including our proprietary information and that of our customers, suppliers and employees. Such losses could harm our reputation and result in competitive disadvantages, litigation, regulatory enforcement actions, lost revenues, reputational harm, interruptions in our operations, additional costs and liabilities. Applicable data privacy and security obligations may also require us to notify relevant stakeholders of cyberattacks or make disclosures to applicable regulatory bodies. Such disclosures are costly, and the disclosure or the failure to comply with such requirements could lead to adverse consequences. While we devote resources to maintaining and developing cyber-security measures, our resources and technical sophistication may be unable to prevent all types of cyberattacks. We take steps to detect and remediate vulnerabilities in our IT systems, but we may not be able to detect and remediate all vulnerabilities including on a timely basis. These vulnerabilities pose material risks to our business. Further, we may experience delays in developing and deploying remedial measures designed to address identified vulnerabilities. A cyberattack leading to a disruption of our IT systems or of those of our third-party providers may negatively affect our ability to conduct our business effectively and may result in lost revenues and additional costs.

***Conflicts of interest between us and clients utilizing our fleet management services could arise which may result in legal challenges or reputational harm.***

Conflicts of interest may arise between us and customers from our managed business who hire us to perform fleet management services such as leasing, acquisition and sales services. These conflicts may arise because services we provide for these clients are also services which we provide for our own fleet, including placement of aircraft with lessees. Our current fleet management services agreements provide that we will use our reasonable commercial efforts in providing services. Nevertheless, despite these contractual waivers, competing with our fleet management clients in practice may result in strained relationships with them. Any conflicts of interest that arise between us and the clients which utilize our fleet management services may result in legal challenges or reputational harm to our business.

***We may encounter disputes, deadlock or other conflicts of interest with investment partners of entities in which we have minority interests and for which we serve as manager of the aircraft owned by the entities which may result in legal challenges, reputational harm or loss of fee income.***

We own non-controlling interests in entities that invest in aircraft and lease them to airlines or facilitate the sale and continued management of aircraft assets. Additionally, we may also acquire interests in similar entities controlled by third parties in order to take advantage of favorable financing opportunities or tax benefits, to share capital and/or operating risk, and/or to earn fleet management fees. Such interests involve significant risks that may not be present with other methods of ownership, including that:

- we may not realize a satisfactory return on our investment;
- the investment may divert management's attention from our core business;
- our investment partners could have investment goals that are not consistent with our investment objectives, including the timing, terms and strategies for any investments;
- our investment partners may fail to fund their share of required capital contributions or fulfill their other obligations; and
- our investment partners may have competing interests in our markets that could create conflict of interest issues, particularly if aircraft owned by the applicable investment entity are being marketed for lease or sale at a time when we also have comparable aircraft available for lease or sale.



The agreements governing these entities typically provide the non-managing investment partner certain veto rights over various significant actions and the right to remove us as the manager under certain circumstances. If we were to be removed as the manager from a managed fleet portfolio, our reputation may be harmed and we would lose the benefit of future management fees. In addition, we might reach an impasse that could require us to dissolve the investment entity at a time and in a manner that could result in our losing some or all of our original investment in such entity, which may result in losses on our investment and potential legal challenges or reputational harm.

**Macroeconomic and global risks relating to our business**

***Events outside of our control, including the threat or realization of epidemic diseases such as the COVID-19 pandemic, natural disasters, terrorist attacks, war or armed hostilities between countries or non-state actors, may adversely affect the demand for air travel, the financial condition of our lessees and of the aviation industry more broadly, and may ultimately impact our business.***

Air travel has historically been disrupted, sometimes severely, by the occurrence of events outside of our and our lessees control and these disruptions have adversely affected, and may in the future adversely affect, our business and financial condition. For example, the COVID-19 pandemic and related travel restrictions significantly impacted air travel and our results of operations through weaker demand for used aircraft, increased defaults, bankruptcies or reorganizations of our lessees, increased requests for lease deferrals, and delays in delivery of aircraft. Future epidemic diseases and other diseases, or the fear of such events could provoke responses that negatively affect passenger air travel.

Air travel has also been disrupted by the occurrence of natural disasters and other natural phenomena, such as extreme weather conditions, floods, earthquakes, and volcanic eruptions. Disruptions due to natural disasters may become more frequent or severe because of climate change.

Terrorist attacks, war or armed hostilities between countries or non-state actors, including the fear of such events may adversely affect our business and financial condition. For example, as a result of the Russia-Ukraine conflict, we recorded a net write-off of our interests in our owned and managed aircraft detained in Russia totaling approximately \$771.5 million for the year ended December 31, 2022. In addition, the escalating conflict between Hamas and Israel resulted in a declaration of war from Israel. As of December 31, 2023, we had two aircraft in our owned fleet on lease to one customer in Israel and a limited number of customers who operate aircraft in the region. While we cannot predict the extent of the ongoing conflict in the Middle East or whether such conflict may extend to regions outside of Israel and the Gaza Strip, we do not currently expect our business, results of operations or financial condition will be materially impacted. In addition, we have lessees in China that could be impacted by rising tensions between China and the United States. As of December 31, 2023, we had 42 aircraft in our flight equipment subject to operating lease on lease to customers in China.

The occurrence of any of the events described above, or multiple such events, could cause our lessees to experience decreased passenger demand, to incur higher costs, or to generate lower revenues, which could adversely affect their ability to make lease payments to us or to obtain the types and amounts of insurance we require. This in turn could lead to lease restructurings and repossessions, impair our ability to remarket or otherwise dispose of aircraft on favorable terms or at all, or reduce the proceeds we receive for our aircraft in a disposition which may ultimately impact our business.

***Aircraft oversupply in the industry could decrease the value and lease rates of the aircraft in our fleet resulting in an impact to our earnings and cash flows.***

The aircraft leasing business has experienced periods of aircraft oversupply at various times in the past, including during the COVID-19 pandemic, as a result of the 2008 financial crisis and during the period following the September 11, 2001 terrorist attacks. The oversupply of a specific type of aircraft is likely to depress the lease rates for, and the value of, that type of aircraft, including upon sale. Further, over recent years, the airline industry has committed to a significant number of aircraft deliveries through order placements with manufacturers, and in response, aircraft manufacturers have generally raised their production output. Increases in production levels could result in an oversupply of relatively new aircraft if growth in airline traffic does not meet airline industry expectations. Additionally, if overall lending capacity to purchasers of aircraft does not increase in line with the increased aircraft production levels, the cost of lending or ability to obtain debt to finance aircraft purchases could be negatively affected. Oversupply may produce sharp and prolonged decreases in market lease rates and residual values and may affect our ability to remarket or sell at a profit, or at all, some of the aircraft in our fleet which would impact our earnings and cash flows.

***Export restrictions and tariffs may impact where we can place and deliver our aircraft and negatively impact our ability to execute on our long-term strategy.***

Existing export restrictions impact where we can place and deliver our aircraft. New export restrictions, including those implemented quickly or as a result of geopolitical events, may impact where we can place and deliver our aircraft or the ability of our lessees to operate our aircraft in certain jurisdictions, which may negatively impact our earnings and cash flows. For example, in early 2022, in connection with the ongoing conflict between Russia and Ukraine, the United States, European Union, United Kingdom and others imposed economic sanctions and export controls against certain industry sectors and parties in Russia. These sanctions include closures of airspace for aircraft operated by Russian airlines, bans on the leasing or sale of aircraft to Russian controlled entities, bans on the export and re-export of aircraft and aircraft components to Russian controlled entities or for use in Russia, and corresponding prohibitions on providing technical assistance, brokering services, insurance and reinsurance, as well as financing or financial assistance. While we terminated all of our leasing activities in Russia in March 2022, these sanctions and export controls continue to place restrictions on where and how certain of our lessees can operate aircraft they lease from us.

Tariffs can also impact our ability to place and deliver aircraft. Our leases are primarily structured as triple net leases, whereby the lessee is responsible for all operating costs including the costs associated with the importation of the aircraft. As a result, increased tariffs will result in a higher cost for imported aircraft that our lessees may not be willing to assume and which could adversely impact demand for aircraft, creating an oversupply of aircraft and potentially placing downward pressure on lease rates and aircraft market values. For example, in October 2019, the Office of the U.S. Trade Representative announced a 10% tariff on new aircraft imported from Europe, including Airbus aircraft. In March 2020, the tariffs on aircraft were raised to 15%. In November 2020, the E.U. announced a 15% tariff on new aircraft imported into the E.U. from the U.S., including Boeing aircraft. In June 2021, the U.S. and the E.U. agreed to temporarily suspend all retaliatory tariffs related to new aircraft imports for five years.

We cannot predict what further actions may ultimately be taken with respect to export controls, tariffs or trade relations between the U.S. and other countries. Accordingly, it is difficult to predict exactly how, and to what extent, such actions may impact our business, or the business of our lessees or aircraft manufacturers. Any unfavorable government policies on international trade, such as export controls, capital controls or tariffs, may affect the demand for aircraft from our orderbook, increase the cost of aircraft components, delay production, impact the competitive position of certain aircraft manufacturers or prevent aircraft manufacturers from being able to sell aircraft in certain countries. In turn, this may impact where we can place and deliver our aircraft which may negatively impact our ability to execute on our long-term strategy.

***We are subject to the economic and political risks associated with doing business around the world, including in emerging markets, which may expose our business to heightened risks and negatively impact our earnings and cash flows.***

The emerging market countries in which we operate could face economic and geopolitical challenges and may experience significant fluctuations in gross domestic product, interest rates and currency exchange rates, as well as civil disturbances, government instability, nationalization and expropriation of private assets and the imposition of unexpected taxes or other charges by government authorities. This can result in economic and political instability which could negatively affect the ability of our lessees to meet their lease obligations leading to higher default rates, which could cause us to record asset write-offs. For example, during the year ended December 31, 2022, we recognized a net loss from asset-write-offs of our interests in owned and managed aircraft detained in Russia as a result of the Russia-Ukraine conflict totaling approximately \$771.5 million. We also may experience challenges in leasing or re-leasing aircraft in markets experiencing economic instability. In addition, legal systems in all markets in which we operate may have different liability standards, which could make it more difficult for us to enforce our legal rights in such countries, while legal systems in emerging market countries may also be less developed and less predictable. Doing business in countries around the world, including in emerging markets, has and may continue to expose our business to heightened risks and negatively impact our earnings and cash flows.

***Changes in fuel costs could negatively affect our lessees' ability to honor the terms of their leases and by extension the demand for our aircraft.***

Historically, fuel prices have fluctuated widely depending primarily on international market conditions, geopolitical and environmental events, and currency exchange rates. The cost of fuel represents a major expense to airlines that is not within their control. Significant increases in fuel costs or ineffective hedges can adversely affect their operating results. Due to the competitive nature of the aviation industry, operators may be unable to pass on increases in fuel prices to their customers by increasing fares in a manner that fully offsets increased fuel costs. In addition, they may not be able to manage this risk by appropriately hedging their

exposure to fuel price fluctuations. Airlines that do hedge their fuel costs can also be adversely affected by swift movements in fuel prices if such airlines are required as a result to post cash collateral under hedge agreements. Therefore, if fuel prices materially increase or show significant volatility, our lessees are likely to incur higher costs or generate lower revenues, which may affect their ability to meet their obligations to us. A sustained period of lower fuel costs may also adversely affect regional economies in which certain of our lessees operate or demand for fuel-efficient aircraft. Should changes in fuel costs negatively affect our lessees or demand for our aircraft, we may experience lost revenues and reduced net income.

***The appreciation of the U.S. dollar could negatively impact our lessees' ability to honor the terms of their leases, which are generally denominated in U.S. dollars, and may result in lost revenues and reduced net income.***

Many of our lessees are exposed to currency risk due to the fact that they earn revenues in their local currencies while a significant portion of their liabilities and expenses are denominated in U.S. dollars, including their lease payments to us, as well as fuel expenses. For the year ended December 31, 2023, more than 95% of our revenues were derived from customers who have their principal place of business outside the U.S. and most leases designated payment currency is U.S. dollars. The ability of our lessees to make lease payments to us in U.S. dollars may be adversely impacted in the event of an appreciating U.S. dollar. This is particularly true for non-U.S. airlines whose operations are primarily domestic. Shifts in foreign exchange rates can be significant, are difficult to predict, and can occur quickly. Should our lessees be unable to honor the terms of their leases due to the appreciation of the U.S. dollar, we may experience lost revenues and reduced net income.

**Regulatory, tax and legal risks relating to our business**

***Income and other taxes could negatively affect our business and operating results due to our multi-jurisdictional operations.***

We operate in multiple jurisdictions and may become subject to a wide range of income and other taxes. If we are unable to execute our business in jurisdictions with favorable tax treatment, our operations may be subject to significant income and other taxes. Moreover, as our aircraft are operated by our lessees in multiple states and foreign jurisdictions, we may have nexus or taxable presence as a result of our aircraft landings in various states or foreign jurisdictions. Such landings may result in us being subject to various foreign, state and local taxes in such states or foreign jurisdictions. Further, any changes in tax laws in any of the jurisdictions that subject us to income or other taxes, such as increases in tax rates or limitations on our ability to deduct certain expenses from taxable income, such as depreciation expense and interest expense, could materially affect our tax obligations and effective tax rate. To the extent such changes are within the United States, we may be disproportionately impacted as compared to our competitor aircraft lessors. For example, certain provisions of the Tax Cuts and Jobs Act that phased into effect in 2022 limit our ability to deduct interest expense from taxable income in future financial statements. Also, in August 2022, United States Congress passed the Inflation Reduction Act of 2022. The key tax provisions applicable to us are a 15% corporate minimum tax on adjusted book income. Further, the base erosion and profit shifting ("BEPS") project that was undertaken by the Organization for Economic Cooperation and Development ("OECD"), a coalition of member countries, could result in changes in the tax laws of many of the foreign jurisdictions in which we do business, including Ireland and Hong Kong. The OECD is recommending additional changes to numerous long-standing tax principles, including the implementation of a minimum global effective tax rate of 15%, which could impact our effective tax rate and increase our cash tax payments in future years if these changes are adopted. We currently do not expect these changes to have a material impact on our financial position; however, we will continue to evaluate the impact as further information becomes available.

***Environmental regulations, fees, taxes and reporting, and other concerns may negatively affect demand for our aircraft, reduce travel and ultimately impact the operating results of our customers.***

The airline industry is subject to increasingly stringent and evolving federal, state and local environmental laws, regulations, fees, taxes and reporting of air emissions, water surface and subsurface discharges, safe drinking water, aircraft noise, the management of hazardous substances, oils and waste materials and other regulations affecting aircraft operations. Governmental regulations and reporting regarding aircraft and engine noise and emissions levels apply based on where the relevant aircraft is registered and operated. These regulations, as well as the potential for new and more stringent regulations, could limit the economic life of aircraft and engines, reduce their value, limit our ability to lease or sell the non-compliant aircraft and engines or, if engine modifications are permitted, require us to make significant additional investments in the aircraft and engines to make them compliant. Further, compliance with current or future regulations, fees, taxes and reporting imposed to address environmental concerns could cause our lessees to incur higher costs and to generate lower revenues, which could adversely affect their ability to make lease payments to us.

The airline industry has come under scrutiny by the press, public and investors regarding environmental impacts of air travel. If such scrutiny results in reduced air travel, it may negatively affect demand for our aircraft, lessees' ability to make lease payments and reduce the value we receive for our aircraft upon sale. In addition, increased focus on the environmental impact of air travel has led to the emergence of numerous sustainability initiatives, including the development of sustainable aviation fuel, and electric and hydrogen powered aircraft. While these sustainability initiatives are in the early stages of development, if alternative aircraft technology develops to the point of commercial viability and become widely accepted, we may not be able to adjust our orderbook in a timely manner and could be required to incur increased costs and significant capital investments to transition to such technology.

***Climate change may have a long-term impact on our business.***

There are inherent climate-related risks wherever our business is conducted. Changes in market dynamics, stakeholder expectations, local, national and international climate change policies, could disrupt our business and operations. Various countries, including the United States and the European Union, have announced sustainability initiatives to reduce carbon emissions, explore sustainable aviation fuels, require tracking and disclosure of emissions metrics, or the establishment of sustainability measures and targets. Climate and environmental regulations may impact the types of aircraft we target for investment and the demand for certain aircraft and engine types, and could result in a significant increase in our costs and expenses and adversely affect future revenue, cash flows and financial performance. Failure to address climate regulations and policies could result in greater exposure to economic and other risks.

***Corporate responsibility and sustainability matters may impose additional costs and expose us to new risks.***

Public sustainability reporting is becoming more broadly expected by investors, shareholders, regulatory agencies and other third parties. Certain financial organizations and organizations that provide corporate governance and other corporate risk information to investors have developed, and others may in the future develop, scores and ratings to evaluate companies and investment funds based upon sustainability metrics. Some financial institutions and investment funds focus on positive sustainability business practices and sustainability scores when making investments and may consider a company's sustainability scores as a reputational or other factor in making an investment decision. In addition, investors, particularly institutional investors, use these scores to benchmark companies against their peers and if a company is perceived as lagging, these investors may engage with such company to improve sustainability disclosures or performance and may also make voting decisions, or take other actions, to hold these companies and their boards of directors accountable. Our corporate responsibility reporting, disclosure controls, initiatives or objectives, including with respect to board diversity and climate-related matters, may not meet the standards set by investor, regulator, listing exchange, ratings agency or other stakeholder expectations, which may harm our reputation, customer relationships, access to capital, or expose us to liability or other regulatory action.

***Risks and requirements related to transacting business in foreign countries may result in increased liabilities including penalties and fines as well as reputational harm.***

Our international operations expose us to trade and economic sanctions and other restrictions imposed by the United States or other governments or organizations. The U.S. Departments of Justice, Commerce, State and Treasury, and other foreign authorities have a broad range of civil and criminal penalties they may seek to impose against corporations and individuals for violations of economic sanctions laws, export control laws, the Foreign Corrupt Practices Act ("FCPA") and other federal statutes and regulations, including the International Traffic in Arms Regulations and those established by the Office of Foreign Assets Control ("OFAC"), laws and regulations applicable to our operations in Ireland and Hong Kong and, increasingly, similar or more restrictive foreign laws, rules and regulations, including the U.K. Bribery Act ("UKBA"), which may also apply to us. Under these laws and regulations, the government may require export licenses, or impose restrictions that would require modifications to business practices, including cessation of business activities in sanctioned countries or with sanctioned persons or entities, and modifications to compliance programs, which may increase compliance costs. Failure to implement changes may subject us to fines, penalties and other sanctions.

We have training programs in place for our employees with respect to FCPA, OFAC, UKBA, export controls and similar laws and regulations, but we cannot assure that our employees, consultants, sales agents, or associates will not engage in unlawful conduct for which we may be held responsible or that our business partners, including our lessees will not engage in conduct that could affect their ability to perform their contractual obligations and result in our being held liable for such conduct. Violation of laws or regulations may result in increased liabilities including penalties and fines as well as reputational harm.

***A lessee's failure to obtain required licenses, consents and approvals could negatively affect our ability to remarket or sell aircraft.***

Airlines are subject to extensive regulation in the jurisdictions in which they are registered and operate. As a result, we expect some of our leases will require licenses, consents or approvals, including consents from governmental or regulatory authorities for certain payments under our leases and for the import, export or deregistration of aircraft. Subsequent changes in applicable law or administrative practice may require additional licenses and consents or result in revocation of prior licenses and consents. Furthermore, consents needed in connection with our repossession or sale of an aircraft may be withheld. Any of these events could negatively affect our ability to remarket or sell aircraft.

***Data privacy risks, including evolving laws, regulations, and other obligations and compliance efforts, may result in business interruption and increased costs and liabilities.***

Laws, regulations and other obligations (including applicable guidance, industry standards, external and internal privacy and security policies and contractual requirements) relating to personal data constantly evolve, as federal, state and foreign governments continue to adopt new measures addressing data privacy and processing (including collection, storage, transfer, disposal, disclosure, security and use) of personal data, and the interpretation and application of many existing privacy and data protection laws and regulations in the U.S. (including the California Consumer Privacy Act, as amended ("CCPA")), Europe (including the E.U.'s General Data Protection Regulation) and elsewhere impose stringent obligations. For example, the CCPA, which applies to business representative and other types of personal data of California residents, provides for civil penalties of up to \$7,500 per violation and allows private litigants affected by certain data breaches to recover significant statutory damages. Such laws and regulations may be interpreted or applied in a manner that is inconsistent with each other and may complicate our existing data management practices. Evolving compliance and operational requirements under the privacy laws of the jurisdictions in which we operate, regulations, and other obligations have become increasingly burdensome and complex. Privacy-related claims or lawsuits initiated by governmental bodies, customers or other third parties, irrespective of the merits, could be time consuming, result in costly enforcement actions (including regulatory proceedings, investigations, fines, penalties, audits, and inspections), litigation (including class action claims) or mass arbitration demands, penalties and fines, require us to change our business practices or cause business interruptions and may lead to administrative, civil, or criminal liability.

**Risk factors relating to investment in our Class A common stock**

***Provisions in Delaware law and our restated certificate of incorporation and amended and restated bylaws may inhibit a takeover of us, which could entrench management or cause the price of our Class A common stock to decline.***

Our restated certificate of incorporation and amended and restated bylaws contain provisions that may discourage unsolicited takeover proposals that stockholders consider to be in their best interests, including the ability of our board of directors to issue new series of preferred stock, prohibitions on stockholders calling special meetings, and advance notice requirements for stockholder proposals and director nominations. Further, we have not opted out of Section 203 of the Delaware General Corporation Law, which prohibits a public Delaware corporation from engaging in certain business combinations with an "interested stockholder" (as defined in such section) for three years following the time that such stockholder became an interested stockholder without the prior consent of our board of directors. Section 203 of the Delaware General Corporation Law, and these charter and bylaws provisions, may make the removal of our management more difficult, impede a merger or other business combination or discourage a potential acquirer from making a tender offer for our Class A common stock, which could reduce the market price of our Class A common stock.

***Our amended and restated bylaws provide that the Court of Chancery of the State of Delaware will be the sole and exclusive forum for substantially all disputes between us and our stockholders, which could limit our stockholders' ability to obtain a favorable judicial forum for disputes with us or our directors, officers or other employees or stockholders.***

Our amended and restated bylaws provide that, unless we consent in writing to the selection of an alternative forum, the Court of Chancery of the State of Delaware is the sole and exclusive forum for (i) any derivative action or proceeding brought on behalf of us, (ii) any action or proceeding asserting a claim of breach of a fiduciary duty owed by any of our current or former directors, officers or other employees or stockholders, (iii) any action asserting a claim arising pursuant to any provision of the Delaware General Corporation Law, or our restated certificate of incorporation or amended and restated bylaws, or as to which the Delaware General Corporation Law confers jurisdiction on the Court of Chancery of the State of Delaware, or (iv) any action asserting a claim governed by the internal affairs doctrine. This exclusive forum provision is intended to apply to claims arising under Delaware state law and would not apply to claims brought pursuant to the Securities Exchange Act of 1934 (the "Exchange Act") or Securities Act of 1933 (the "Securities Act"), each as amended, or any other claim for which the federal courts have exclusive jurisdiction. The exclusive

forum provision in our amended and restated bylaws will not relieve us of our duties to comply with the federal securities laws and the rules and regulations thereunder, and our stockholders will not be deemed to have waived our compliance with these laws, rules and regulations. The exclusive forum provision in our amended and restated bylaws may limit a stockholder's ability to bring a claim in a judicial forum of its choosing for disputes with us or our directors, officers or other employees or stockholders, which may discourage lawsuits against us and our directors, officers and other employees and stockholders. In addition, stockholders who do bring a claim in the Court of Chancery of the State of Delaware could face additional litigation costs in pursuing any such claim, particularly if they do not reside in or near Delaware. The Court of Chancery of the State of Delaware may also reach different judgments or results than other courts, including courts where a stockholder would otherwise choose to bring the action, and such judgments or results may be more favorable to us than to our stockholders. However, the enforceability of similar exclusive forum provisions in other companies' certificates of incorporation has been challenged in legal proceedings, and it is possible that a court could find this type of provision to be inapplicable to, or unenforceable in respect of, one or more of the specified types of actions or proceedings. If a court were to find the exclusive forum provision contained in our amended and restated bylaws to be inapplicable or unenforceable in an action, we might incur additional costs associated with resolving such action in other jurisdictions.

***Future offerings of debt or equity securities by us may adversely affect the market price of our Class A common stock.***

We may obtain financing or further increase our capital resources by issuing additional shares of Class A common stock, or additional series of preferred stock, or offering debt or additional equity securities, including commercial paper, medium-term notes, senior or subordinated notes, or new convertible or preferred securities. Issuing additional shares of Class A common stock or other equity may dilute the economic and voting rights of our existing stockholders or reduce the market price of our Class A common stock. Upon liquidation, holders of our debt securities, our outstanding preferred stock, and any new series of preferred stock, if issued, and lenders with respect to other borrowings, would receive a distribution of our available assets prior to the holders of our Class A common stock. Our outstanding preferred stock have preferences with respect to liquidating distributions and dividend payments which limit our ability to pay dividends to our Class A common stockholders, subject to certain conditions. Any new series of preferred stock could have similar or different preferences. Our decision to issue securities in the future will depend on market conditions and we cannot predict the amount, timing or nature of such issuances, which could be dilutive to Class A stockholders and reduce the market price of our Class A common stock.

***We may not be able to continue, or may elect to discontinue, paying dividends which may adversely affect our stock price.***

Current dividends may not be indicative of future dividends, and our ability to continue to pay or increase dividends to our shareholders is subject to our board of director's discretion and depends on: our ability to comply with covenants imposed by our financing agreements and our outstanding preferred stock that limit our ability to pay dividends and make certain restricted payments; difficulties in raising additional capital and our ability to finance our aircraft acquisition commitments; our ability to re-finance our long-term debt before it matures; our ability to negotiate favorable lease rates and other contractual terms; demand for our aircraft; the economic condition of the commercial aviation industry generally; the financial condition and liquidity of our lessees; unexpected or increased expenses; the level and timing of aircraft investments, principal repayments and other capital needs; the value of our fleet; our results of operations and general business conditions; legal restrictions on the payment of dividends and other factors that our board of directors deems relevant. In the future we may elect not to pay dividends, be unable to pay dividends or maintain or increase our current level of dividends, which may negatively affect our stock price.

***Future sales of our Class A common stock by our directors, executive officers or significant stockholders, or the perception these sales may occur, may cause our stock price to decline.***

If our directors, executive officers or other affiliates, sell substantial amounts of our Class A common stock in the public market, or are perceived as intending to sell, the price of our Class A common stock could decline. Shares of our Class A common stock underlying any outstanding restricted stock unit awards are reserved for issuance under the Air Lease Corporation 2014 Equity Incentive Plan or Air Lease Corporation 2023 Equity Incentive Plan, as applicable, and have been registered on Form S-8 under the Securities Act, and will become eligible for sale in the public markets upon vesting, subject to Rule 144 limitations applicable to affiliates or the registration of the resale with the SEC. The sale of these shares could impair our ability to raise capital through the sale of equity or equity related securities. In addition, a significant number of shares of our Class A common stock may be sold in the public market by any selling stockholders listed in a prospectus we may file with the SEC and such sales, or the perception they may occur, could adversely affect prices for our Class A common stock.

## ITEM 1B. UNRESOLVED STAFF COMMENTS

None.

## ITEM 1C. CYBERSECURITY

Our cybersecurity program includes the assessment, identification and management of material risks from cybersecurity threats (as such term is defined in Item 106(a) of Regulation S-K). To identify and assess material risks from cybersecurity threats, our annual enterprise risk management assessment considers cybersecurity threat risks alongside other risks as part of our overall risk assessment process. In addition, we engage with consultants, internal and external auditors and other third parties to gather certain insights designed to identify and assess material cybersecurity threat risks, their severity and potential mitigations. We also employ a range of tools and services, depending on the environment, including network and endpoint monitoring, vulnerability assessments, penetration testing and tabletop exercises, to inform our cybersecurity risk identification and assessment. As part of our cybersecurity program, we maintain an incident response plan that includes processes to assess the severity of, escalate, contain, investigate and remediate certain cybersecurity incidents, as well as to comply with applicable reporting obligations.

Our board of directors has delegated oversight of our cybersecurity program, which includes oversight of cybersecurity threats, to the audit committee. Throughout the year at each quarterly meeting, the audit committee receives updates on our cybersecurity program from senior management, including in connection with program enhancements, audits of the program and employee cybersecurity training. Our Head of Information Technology is a Certified Information Systems Security Professional who has provided program management and enterprise cybersecurity services across different organizations for over twenty years, has a Master of Information Technology Management and is responsible for day-to-day assessment and management of our information systems and cybersecurity program. Our Head of Information Technology reports directly to our Chief Financial Officer.

For a description of the risks from cybersecurity threats that are reasonably likely to materially affect us, including our business strategy, results of operations or financial condition, and how they may do so, see our risk factors under Part 1. Item 1A. Risk Factors in this Annual Report on Form 10-K, including “A cyberattack could lead to a material disruption of our information technology (“IT”) systems or the IT systems of our third-party providers and the loss of business information, which may hinder our ability to conduct our business effectively and may result in lost revenues and additional costs.”

## ITEM 2. PROPERTIES

### Flight Equipment

As of December 31, 2023, we owned 463 aircraft, comprised of 345 narrowbody aircraft and 118 widebody aircraft. Our fleet has a weighted average age of 4.6 years.

The following table shows the scheduled lease terminations (for the minimum non-cancellable period which does not include contracted unexercised lease extension options) of our owned fleet as of December 31, 2023:

Aircraft Type	2024	2025	2026	2027	2028	Thereafter	Total
Airbus A220-100	—	—	—	—	—	2	2
Airbus A220-300	—	—	—	—	—	13	13
Airbus A319-100	—	1	—	—	—	—	1
Airbus A320-200	2	8	3	2	2	11	28
Airbus A320-200neo	—	—	—	4	4	17	25
Airbus A321-200	—	5	9	2	6	1	23
Airbus A321-200neo	—	—	2	7	8	78	95
Airbus A330-200	2	1	2	—	2	6	13
Airbus A330-300	—	3	1	—	—	1	5
Airbus A330-900neo	—	—	1	—	—	22	23
Airbus A350-900	—	—	1	1	1	11	14
Airbus A350-1000	—	—	—	—	—	7	7
Boeing 737-700	1	2	—	—	—	—	3
Boeing 737-800	3	20	21	13	4	12	73
Boeing 737-8 MAX	—	13	—	1	1	37	52
Boeing 737-9 MAX	—	—	—	—	—	29	29
Boeing 777-200ER	—	1	—	—	—	—	1
Boeing 777-300ER	—	2	9	4	6	3	24
Boeing 787-9	—	—	1	2	3	19	25
Boeing 787-10	—	—	—	—	—	6	6
Embraer E190	—	1	—	—	—	—	1
Total	8	57	50	36	37	275	463



## Commitments

As of December 31, 2023, we had committed to purchase the following new aircraft at an estimated aggregate purchase price (including adjustments for anticipated inflation) of approximately \$21.7 billion for delivery as shown below. The table is subject to change based on Airbus and Boeing delivery delays. As noted below, we expect delivery delays for some aircraft in our orderbook. We remain in discussions with Airbus and Boeing to determine the extent and duration of delivery delays; however, we are not yet able to determine the full impact of these delays. See “Item 7. Management’s Discussion and Analysis of Financial Condition and Results of Operations—Our Fleet—Aircraft Delivery Delays” for more information.

Aircraft Type	Estimated Delivery Years						Total
	2024	2025	2026	2027	2028	Thereafter	
Airbus A220-100/300	19	10	18	14	—	—	61
Airbus A320/321neo <sup>(1)</sup>	21	13	40	40	38	—	152
Airbus A330-900neo	6	1	—	—	—	—	7
Airbus A350-900/1000	4	—	—	—	—	—	4
Airbus A350F	—	—	—	4	3	—	7
Boeing 737-7/8/9 MAX	31	32	16	—	2	—	81
Boeing 787-9/10	11	10	1	—	—	—	22
Total <sup>(2)</sup>	92	66	75	58	43	—	334

(1) Our Airbus A320/321neo aircraft orders include 11 long-range variants and 49 extra long-range variants.

(2) The table above reflects Airbus and Boeing aircraft delivery delays based on contractual documentation.

## New Aircraft Placements

The following table, which is subject to change based on Airbus and Boeing delivery delays, shows the number of new aircraft scheduled to be delivered as of December 31, 2023, along with the lease placements of such aircraft as of February 15, 2024. Our aircraft delivery schedule could continue to be subject to material changes, and delivery delays are expected to extend beyond 2024. We remain in discussions with Airbus and Boeing to determine the extent and duration of delivery delays, but we are not yet able to determine the full impact of these delays. See “Item 7. Management’s Discussion and Analysis of Financial Condition and Results of Operations—Our Fleet—Aircraft Delivery Delays” for more information.

Delivery Year	Total number of lease placements	Number of aircraft in our orderbook	% Leased
2024	92	92	100.0 %
2025	66	66	100.0 %
2026	42	75	56.0 %
2027	17	58	29.3 %
2028	—	43	— %
Thereafter	—	—	— %
Total	217	334	

Our lease commitments for all of the lease placements noted in the table above, except five aircraft delivering in 2026, are binding leases. While our management’s historical experience is that non-binding letters of intent for aircraft leases generally lead to binding contracts, we cannot be certain that we will ultimately execute binding agreements for all or any of the letters of intent. While we actively seek lease placements for all aircraft in our orderbook, in making our lease placement decisions, we also take into consideration the anticipated growth in the aircraft leasing market and anticipated improvements in lease rates, which could lead us to determine that entering into particular lease arrangements at a later date would be more beneficial to us.

## Facilities

We lease our principal executive office at 2000 Avenue of the Stars, Suite 1000N, Los Angeles, California 90067, USA. We also lease offices in Hong Kong and Dallas, Texas and own our office in Dublin, Ireland. We believe our current facilities are adequate for our current needs and for the foreseeable future.

## ITEM 3. LEGAL PROCEEDINGS

In June 2022, we and certain of our subsidiaries (collectively, the "Plaintiffs") submitted insurance claims to the insurers on our aviation insurance policies (collectively, the "Plaintiffs' Insurers") to recover losses relating to aircraft detained in Russia for which we recorded a net write-off of our interests in our owned and managed aircraft totaling approximately \$771.5 million for the year ended December 31, 2022. On December 20, 2022, the Plaintiffs filed suit in the Los Angeles County Superior Court of the State of California seeking recovery of actual damages (subject to proof at trial) and declaratory relief against the Plaintiffs' Insurers for breach of contract and breach of the covenant of good faith and fair dealing in connection with the Plaintiffs' previously submitted insurance claims for which a trial date has been set for April 17, 2025. On December 21, 2023, certain Plaintiffs received cash insurance settlement proceeds of approximately US\$64.9 million in settlement of their insurance claims under S7's insurance policies in respect of four aircraft in our owned fleet on lease to S7 at the time of Russia's invasion of Ukraine. The receipt of these insurance settlement proceeds serves to mitigate, in part, such Plaintiffs' losses under their aviation insurance policies.

On January 19, 2024, certain of the Plaintiffs filed suit in the High Court of Justice, Business & Property Courts of England & Wales, Commercial Court against the Russian airlines' aviation insurers and reinsurance insurers (collectively, the "Airlines' Insurers") seeking recovery under the Russian airlines' insurance policies for aircraft that remain in Russia. The lawsuit against the Airlines' Insurers is in the early stages and no trial date has been set.

We do not believe these matters will have a material adverse effect on our results of operations, financial condition or cash flow, as we recorded a write-off of our entire interest in our owned and managed aircraft detained in Russia during 2022 and any recovery in these lawsuits would be recorded as a gain in our financial statements.

In addition, from time to time, we may be involved in litigation and claims incidental to the conduct of our business in the ordinary course. Our industry is also subject to scrutiny by government regulators, which could result in enforcement proceedings or litigation related to regulatory compliance matters. We are not presently a party to any enforcement proceedings or litigation related to regulatory compliance matters. We maintain insurance policies in amounts and with the coverage and deductibles we believe are adequate, based on the nature and risks of our business, historical experience and industry standards.

## ITEM 4. MINE SAFETY DISCLOSURES

Not applicable.

## PART II

### ITEM 5. MARKET FOR REGISTRANT'S COMMON EQUITY, RELATED STOCKHOLDER MATTERS AND ISSUER PURCHASES OF EQUITY SECURITIES

#### Market Information

The Company's Class A common stock has been quoted on the New York Stock Exchange (the "NYSE") under the symbol "AL" since April 19, 2011. Prior to that time, there was no public market for the Company's stock. As of December 31, 2023, there were 111,027,252 shares of Class A common stock outstanding. As of February 7, 2024, shares of the Company's Class A common stock outstanding were held by approximately 64 holders of record.

#### Dividends

The following table sets forth the dividends declared on the Company's outstanding Class A common stock for the years ended December 31, 2023, 2022 and 2021:

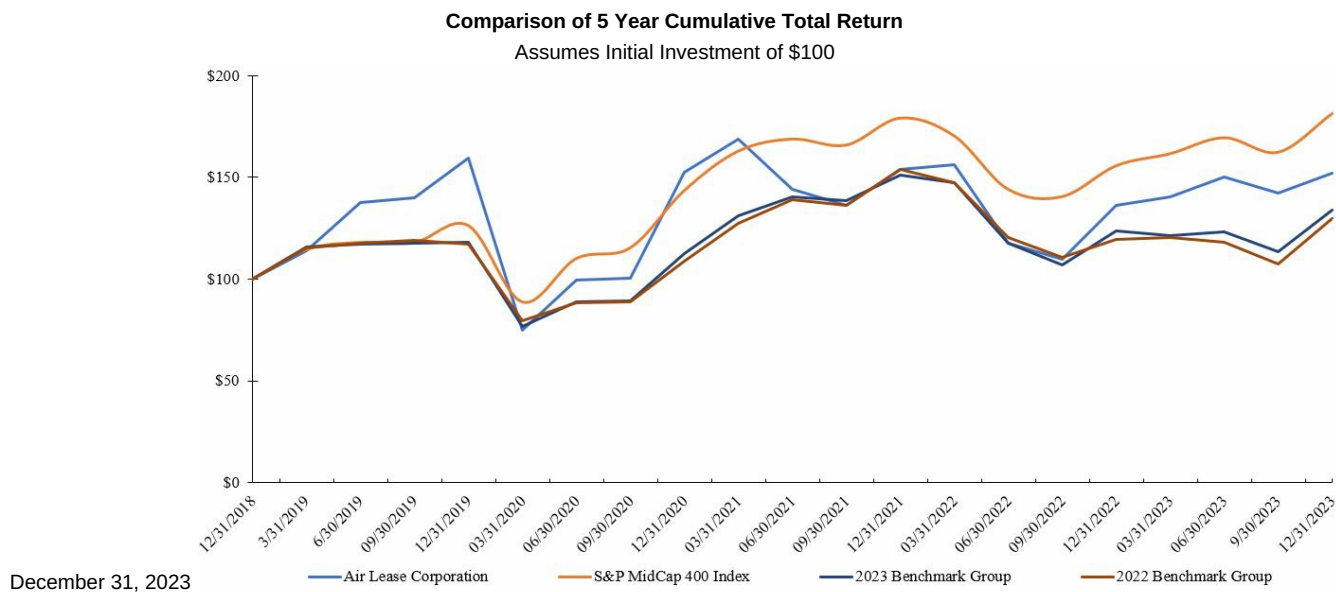
	Year Ended December 31, 2023	Year Ended December 31, 2022	Year Ended December 31, 2021
Dividends declared per share	\$ 0.81	\$ 0.755	\$ 0.665

The board of directors approved quarterly cash dividends on the Company's outstanding Class A common stock in 2023 and expects to continue approving a comparable quarterly cash dividend on the Company's outstanding Class A common stock for the foreseeable future. However, the Company's cash dividend policy can be changed at any time at the discretion of the Company's board of directors. On February 13, 2024, the Company's board of directors approved a quarterly cash dividend of \$0.21 per share on the Company's outstanding Class A common stock. The dividend will be paid on April 10, 2024 to holders of record of Class A common stock as of March 15, 2024.

#### Performance Graph

The graph below compares the 5-year cumulative return of the Company's Class A common stock, the S&P Midcap 400 Index, the Company's 2022 custom benchmark group and the Company's 2023 custom benchmark group. Due to the lack of other publicly traded, stand-alone aircraft leasing companies, the Company is utilizing the custom benchmarking group included in the Company's annual proxy statements for its current and future performance graphs. This custom benchmarking group reflects companies with similar characteristics to the Company's business, including exposure to real assets, dependence on a highly skilled management team, credit exposure/underwriting expertise, and significant capital investments. The Company's 2023 custom benchmark group was updated to remove certain size outliers based on market capitalization and to maintain a balanced industry representation. The customized benchmarking group investments are weighted by market capitalization as of December 31, 2018, and adjusted monthly. The Company believes that the S&P Midcap 400 Index, as measured by market capitalization, is currently still the most similar index benchmark to the Company.

An investment of \$100, with reinvestment of all dividends, is assumed to have been made in our Class A common stock, the 2022 custom benchmarking group, the 2023 custom benchmarking group and the S&P Midcap 400 Index on December 31, 2018, and the relative performance of each is tracked through December 31, 2023. The stock price performance shown in the graph is not necessarily indicative of future stock price performance.



*The foregoing Performance Graph does not constitute soliciting material and shall not be deemed filed, incorporated by reference into or a part of any other filing by the Company (including any future filings) under the Securities Act, or the Exchange Act, except to the extent the Company specifically incorporates such report by reference therein.*

#### Company Purchases of Stock

None.

#### Unregistered Sales of Equity Securities and Use of Proceeds

None.

#### ITEM 6. [RESERVED]

## ITEM 7. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following discussion and analysis of our financial condition and results of operations should be read together with our consolidated financial statements and the related notes appearing in "Item 8. Financial Statements and Supplementary Data" of this Annual Report on Form 10-K.

### Overview

Air Lease Corporation is a leading aircraft leasing company that was founded by aircraft leasing industry pioneer, Steven F. Udvar-Házy. We are principally engaged in purchasing the most modern, fuel-efficient new technology commercial jet aircraft directly from aircraft manufacturers, such as Airbus and Boeing, and leasing those aircraft to airlines throughout the world with the intention to generate attractive returns on equity. In addition to our leasing activities, we sell aircraft from our fleet to third parties, including other leasing companies, financial services companies, airlines and other investors. We also provide fleet management services to investors and owners of aircraft portfolios for a management fee. Our operating performance is driven by the growth of our fleet, the terms of our leases, the interest rates on our debt, and the aggregate amount of our indebtedness, supplemented by gains from aircraft sales and our management fees.

### 2023 Summary

During the year ended December 31, 2023, we purchased 71 new aircraft from Airbus and Boeing and sold 27 aircraft<sup>1</sup>. We ended the year with a total of 463 aircraft in our owned fleet. The net book value of our fleet grew by 6.9% to \$26.2 billion as of December 31, 2023 compared to \$24.5 billion as of December 31, 2022. The weighted average age of our fleet<sup>2</sup> was 4.6 years and the weighted average lease term remaining was 7.0 years as of December 31, 2023. Our managed fleet was comprised of 78 aircraft as of December 31, 2023 compared to 85 aircraft as of December 31, 2022. We have a globally diversified customer base comprised of 119 airlines in 62 countries as of December 31, 2023. We continued to maintain a strong lease utilization rate of 99.9% for the year ended December 31, 2023.

As of December 31, 2023, we had commitments to purchase 334 aircraft from Airbus and Boeing for delivery through 2028, with an estimated aggregate commitment of \$21.7 billion. We have placed 100% of our committed orderbook on long-term leases for aircraft delivering through the end of 2025 and have placed approximately 65% of our entire orderbook. We ended 2023 with \$31.0 billion in committed minimum future rental payments, consisting of \$16.4 billion in contracted minimum rental payments on the aircraft in our existing fleet and \$14.6 billion in minimum future rental payments related to aircraft which will deliver between 2024 through 2027.

We finance the purchase of aircraft and our business with available cash balances and internally generated funds, including through cash flows from our operating leases, aircraft sales and trading activity, and debt financings. Our debt financing strategy is focused on raising unsecured debt in the global bank and debt capital markets, with limited utilization of government guaranteed export credit or other forms of secured financing. We ended 2023 with an aggregate borrowing capacity under our revolving credit facility of \$6.3 billion and total liquidity of \$6.8 billion. As of December 31, 2023, we had total debt outstanding of \$19.4 billion, of which 84.7% was at a fixed rate and 98.4% of which was unsecured, and in the aggregate, our composite cost of funds was 3.77%.

Our total revenues for the year ended December 31, 2023 increased by 15.9% to \$2.7 billion as compared to 2022. The increase in total revenues was primarily driven by the continued growth in our fleet, an increase in sales activity and higher end of lease revenue. During the year ended December 31, 2023, we recognized \$156.3 million in gains from the sale of 27 aircraft and also recognized \$124.4 million in end of lease revenue from the return of 22 aircraft. During the year ended December 31, 2022, we recognized \$48.0 million in gains from the sale of 15 aircraft<sup>1</sup>. In addition, in 2022, we recorded \$76.6 million in income related to security deposit forfeitures and maintenance reserve revenue from the return of 12 aircraft as well as the termination of our leasing activities in Russia.

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<sup>1</sup>Aircraft sales include two sales-type lease transactions and nine sales-type lease transactions during the year ended December 31, 2023 and 2022, respectively.

<sup>2</sup>References throughout this Annual Report on Form 10-K to "our fleet" refer to the aircraft included in flight equipment subject to operating leases and do not include aircraft in our managed fleet, flight equipment held for sale or aircraft classified as net investments in sales-type leases unless the context indicates otherwise.

During the year ended December 31, 2023, our net income attributable to common stockholders was \$572.9 million, or \$5.14 per diluted share, as compared to net loss attributable to common stockholders of \$138.7 million, or \$1.24 loss per diluted share, for the year ended December 31, 2022. The increase compared to the prior year was primarily due to the increase in revenues as discussed above partially offset by higher interest expense, which resulted from an increase in our composite cost of funds. In addition, in 2023, we recognized a net benefit of approximately \$67.0 million received from the settlement of insurance claims with one of our former Russian lessees as discussed below, whereas in 2022, we recognized a net write-off of \$771.5 million related to our Russian fleet.

Adjusted net income before income taxes<sup>3</sup> during the year ended December 31, 2023 was \$733.6 million or \$6.58 per adjusted diluted share, as compared to \$659.9 million, or \$5.89 per adjusted diluted share, for the year ended December 31, 2022. The increase in our adjusted net income before income taxes and adjusted diluted earnings per share before income taxes primarily relates to the increase in revenues as discussed above, partially offset by higher interest expense.

## Our Fleet

We continue to own one of the youngest fleets among aircraft lessors, including some of the most fuel-efficient commercial jet aircraft available. Our fleet, based on net book value, increased by 6.9%, to \$26.2 billion as of December 31, 2023, compared to \$24.5 billion as of December 31, 2022. During the year ended December 31, 2023, we purchased 71 new aircraft from Airbus and Boeing and sold 27 aircraft. We ended the period with a total of 463 aircraft in our owned fleet. As of December 31, 2023, the weighted average fleet age and weighted average remaining lease term of our fleet were 4.6 years and 7.0 years, respectively. We also managed 78 aircraft as of December 31, 2023.

Our portfolio metrics as of December 31, 2023 and 2022 are as follows:

	December 31, 2023			December 31, 2022		
Net book value of flight equipment subject to operating lease	\$	26.2	billion	\$	24.5	billion
Weighted-average fleet age <sup>(1)</sup>			4.6 years			4.5 years
Weighted-average remaining lease term <sup>(1)</sup>			7.0 years			7.1 years
Owned fleet <sup>(2)</sup>			463			417
Managed fleet			78			85
Aircraft on order			334			398
Total			875			900
Current fleet contracted rentals	\$	16.4	billion	\$	15.6	billion
Committed fleet rentals	\$	14.6	billion	\$	15.8	billion
Total committed rentals	\$	31.0	billion	\$	31.4	billion

(1) Weighted-average fleet age and remaining lease term calculated based on net book value of our flight equipment subject to operating lease.

(2) As of December 31, 2023, our owned fleet count included 14 aircraft classified as flight equipment held for sale and 12 aircraft classified as net investments in sales-type leases, which are both included in Other assets on the Consolidated Balance Sheet.

<sup>3</sup> Adjusted net income before income taxes excludes the effects of certain non-cash items, one-time or non-recurring items that are not expected to continue in the future and certain other items, such as net write-offs and recoveries related to our former Russian fleet. Adjusted net income before income taxes and adjusted diluted earnings per share before income taxes are measures of financial and operational performance that are not defined by U.S. Generally Accepted Accounting Principles ("GAAP"). See "Results of Operations" below for a discussion of adjusted net income before income taxes and adjusted diluted earnings per share before income taxes as non-GAAP measures and a reconciliation of these measures to net income attributable to common stockholders.

The following table sets forth the net book value and percentage of the net book value of our flight equipment subject to operating leases in the indicated regions based on each airline's principal place of business as of December 31, 2023 and 2022:

Region	December 31, 2023		December 31, 2022	
	Net Book Value	% of Total	Net Book Value	% of Total
(in thousands, except percentages)				
Asia Pacific	\$ 10,456,435	39.8 %	\$ 10,818,250	44.1 %
Europe	9,881,024	37.7 %	7,985,317	32.5 %
Central America, South America, and Mexico	2,361,089	9.0 %	1,924,216	7.8 %
The Middle East and Africa	2,062,420	7.9 %	2,253,342	9.3 %
U.S. and Canada	1,470,240	5.6 %	1,557,260	6.3 %
Total <sup>(1)</sup>	\$ 26,231,208	100.0 %	\$ 24,538,385	100.0 %

(1) As of December 31, 2022, we had four aircraft classified as held for sale with a carrying value of \$153.5 million included in the table above.

The following table sets forth our top five lessees by net book value as of December 31, 2023:

Lessee	December 31, 2023	
	% of Total	
EVA Air	4.9	%
Virgin Atlantic	4.8	%
Air France-KLM Group	4.3	%
ITA	4.2	%
Vietnam Airlines	4.1	%

The following table sets forth the number of aircraft in our owned fleet by aircraft type as of December 31, 2023 and 2022:

Aircraft type	December 31, 2023		December 31, 2022	
	Number of Aircraft	% of Total	Number of Aircraft	% of Total
Airbus A220-100	2	0.4 %	—	— %
Airbus A220-300	13	2.8 %	4	1.0 %
Airbus A319-100	1	0.2 %	1	0.2 %
Airbus A320-200	28	6.0 %	28	6.7 %
Airbus A320-200neo	25	5.4 %	23	5.5 %
Airbus A321-200	23	5.0 %	23	5.5 %
Airbus A321-200neo	95	20.6 %	78	18.7 %
Airbus A330-200 <sup>(1)</sup>	13	2.8 %	13	3.1 %
Airbus A330-300	5	1.1 %	5	1.2 %
Airbus A330-900neo	23	5.0 %	16	3.8 %
Airbus A350-900	14	3.0 %	13	3.1 %
Airbus A350-1000	7	1.5 %	6	1.4 %
Boeing 737-700	3	0.6 %	4	1.0 %
Boeing 737-800	73	15.8 %	82	19.7 %
Boeing 737-8 MAX	52	11.2 %	47	11.3 %
Boeing 737-9 MAX	29	6.3 %	15	3.7 %
Boeing 777-200ER	1	0.2 %	1	0.2 %
Boeing 777-300ER	24	5.2 %	24	5.8 %
Boeing 787-9	25	5.4 %	27	6.5 %
Boeing 787-10	6	1.3 %	6	1.4 %
Embraer E190	1	0.2 %	1	0.2 %
Total <sup>(2)</sup>	463	100.0 %	417	100.0 %

(1) As of December 31, 2023, aircraft count includes two Airbus A330-200 aircraft classified as freighters.

(2) As of December 31, 2023, our owned fleet count included 14 aircraft classified as flight equipment held for sale and 12 aircraft classified as net investments in sales-type leases, which are both included in Other assets on the Consolidated Balance Sheet.



As of December 31, 2023, we had contractual commitments to purchase 334 new aircraft, with an estimated aggregate purchase price (including adjustments for anticipated inflation) of \$21.7 billion, for delivery through 2028 as shown in the following table. The table is subject to change based on Airbus and Boeing delivery delays. As noted below, we expect delivery delays for all of the aircraft in our orderbook. We remain in discussions with Airbus and Boeing to determine the extent and duration of delivery delays; however, we are not currently able to determine the full impact of these delays.

Aircraft Type	Estimated Delivery Years						Total
	2024	2025	2026	2027	2028	Thereafter	
Airbus A220-100/300	19	10	18	14	—	—	61
Airbus A320/321neo <sup>(1)</sup>	21	13	40	40	38	—	152
Airbus A330-900neo	6	1	—	—	—	—	7
Airbus A350-900/1000	4	—	—	—	—	—	4
Airbus A350F	—	—	—	4	3	—	7
Boeing 737-7/8/9 MAX	31	32	16	—	2	—	81
Boeing 787-9/10	11	10	1	—	—	—	22
Total <sup>(2)</sup>	92	66	75	58	43	—	334

(1) Our Airbus A320/321neo aircraft orders include 11 long-range variants and 49 extra long-range variants.

(2) The table above reflects Airbus and Boeing aircraft delivery delays based on contractual documentation.

### **Aircraft Delivery Delays**

Pursuant to our purchase agreements with Airbus and Boeing, we agree to contractual delivery dates for each aircraft ordered. These dates can change for a variety of reasons, however for the last several years, manufacturing delays have significantly impacted the planned purchases of our aircraft on order with both Airbus and Boeing.

In January 2024, the FAA ordered the temporary grounding of certain Boeing 737-9 MAX aircraft after the in-flight loss of a mid-cabin exit door plug in one aircraft. The FAA approved an inspection and maintenance process allowing grounded 737-9 MAX aircraft to be safely returned to service upon successful completion. However, as a result, Boeing will not be allowed to increase 737 MAX production rates until certain quality control issues are resolved. Due to these production constraints, we expect further delivery delays on our 737 MAX aircraft orders, and we are unable to speculate when Boeing 737 MAX production rates will normalize.

Our purchase agreements with Airbus and Boeing generally provide each of us and the manufacturers with cancellation rights for delivery delays starting at one year after the original contractual delivery date, regardless of cause. In addition, our lease agreements generally provide each of us and the lessees with cancellation rights related to certain aircraft delivery delays that typically parallel the cancellation rights in our purchase agreements.

As a result of continued manufacturing delays described herein, our aircraft delivery schedule could continue to be subject to material changes and delivery delays are expected to extend beyond 2024.

The following table, which is subject to change based on Airbus and Boeing delivery delays, shows the number of new aircraft scheduled to be delivered as of December 31, 2023, along with the lease placements of such aircraft as of February 15, 2024. Airbus and Boeing have expressed their desire to increase production rates on several aircraft types; however, they have yet to meaningfully increase production. At current production rates, we do not see delivery delays improving in the near term. In addition, the Pratt & Whitney GTF engine manufacturing flaws and the FAA's pending review of Boeing's quality control procedures could further impact delivery delays of new Airbus A320neo family aircraft and the Boeing 737 MAX, respectively. See "Aircraft Industry and Sources of Revenues" below for more information. We remain in discussions with Airbus and Boeing to determine the extent and duration of delivery delays, but we are not currently able to determine the full impact of these delays.

Delivery Year	Total number of lease placements	Number of aircraft in our orderbook	% Leased
2024	92	92	100.0 %
2025	66	66	100.0 %
2026	42	75	56.0 %
2027	17	58	29.3 %
2028	—	43	— %
Thereafter	—	—	— %
<b>Total</b>	<b>217</b>	<b>334</b>	

### Aircraft Industry and Sources of Revenues

Our revenues are principally derived from operating leases with airlines throughout the world. As of December 31, 2023, we had a globally diversified customer base of 119 airlines in 62 different countries, with over 95% of our business revenues from airlines domiciled outside of the U.S., and we anticipate that most of our revenues in the future will be generated from foreign customers.

We believe the current airline operating environment is favorably positioned for our Company and the broader commercial aircraft leasing industry. Factors such as increases in population growth and the size of the global middle class as well as air travel demand, and improved global economic health and development positively affect the long-term performance of the commercial aircraft leasing industry. In addition, factors and trends including increased airline financing needs, OEM supply chain challenges and backlogs, the rising price of jet fuel, and environmental sustainability objectives impact the commercial aircraft leasing industry in the short-term and may increase the demand for our aircraft.

Passenger traffic volume has historically expanded at a faster rate than global GDP growth, in part due to the expansion of the global middle class and the ease and affordability of air travel, which we expect to continue. The IATA reported that passenger traffic was up 37% during 2023 relative to the prior year, primarily due to a significant acceleration in international traffic and strong continued expansion of domestic traffic in most markets. International traffic in 2023 rose 42% relative to the prior year, benefiting from a significant recovery in international travel in the Asia Pacific region, as well as continued robust international traffic expansion in all other major markets reported by IATA. Global domestic traffic rose 30% during 2023 as compared to the prior year, with most major markets experiencing double-digit percentage increases as compared to 2022. Meanwhile, passenger load factors also continue to rise and are persisting at historically high levels, which is compounding airline demand for additional aircraft. IATA reported a total global passenger load factor of 82% for the full-year 2023, as compared to 79% for full-year 2022, and 80% for full-year 2013.

As global air traffic continues to expand, we are experiencing increased demand for our aircraft through new lease requests and lease extension requests. Airline forward ticket sales as reported by IATA remained strong in 2023, illustrating continued support for traffic volume into 2024. We expect the need for airlines to replace aging aircraft will also increase the demand for newer, more fuel efficient aircraft. As a result, we believe many airlines will look to lessors for these new aircraft. In addition, both Airbus and Boeing have ongoing delivery delays which have been further compounded by engine manufacturer delays, as well as shorter on-wing engine time of most new technology engines. These delays have impacted and may continue to impact the ability of Airbus and Boeing to meet their contractual delivery obligations to us. We also expect that relatively low levels of widebody retirements in recent years could lead to an accelerated replacement cycle of older widebody aircraft in the near future.

The increased demand for our aircraft, combined with elevated interest rates and inflation, helped to increase lease rates during the year ended December 31, 2023. However, lease rate increases continue to lag behind interest rate increases. We expect that lease

rates will continue to increase as airlines adjust to a persistently higher interest rate environment and our funding advantage relative to our airline customers widens. Lease rates are influenced by several factors above and beyond interest rates, including aircraft demand, supply technicals, supply chain disruptions, environmental initiatives and other factors that may result in a change in lease rates regardless of the interest rate environment and therefore, are difficult to project or forecast. We also believe the increase in lease rates and the tightening of credit markets may result in a shortfall of available capital to finance aircraft purchases, which could increase the demand for leasing.

Airline reorganizations, liquidations, or other forms of bankruptcies occurring in the industry may include some of our aircraft customers and result in the early return of aircraft or changes in our lease terms. Our airline customers are facing higher operating costs as a result of higher fuel costs, interest rates and inflation, foreign currency risk, ongoing labor shortages and disputes, as well as delays and cancellations caused by the global air traffic control system and airports, although the magnitude of underlying pre-pandemic demand returning to the market is offering a strong counterbalance to these increased costs.

### **Other Industry Updates**

In late 2023, RTX Corporation ("RTX") disclosed additional details on a manufacturing flaw impacting certain of its Pratt & Whitney PW1100G GTF engines manufactured between late 2015 and mid-2021 that power the Airbus A320/A321neo family. Accelerated engine removal and incremental shop visits as a product of the flaw are expected by RTX to result in a significant increase in A320/A321neo family aircraft on ground through 2026, potentially leading to further delivery delays as new engines and related parts are redirected for repairs. The issue is also expected to result in increased demand for other narrowbody aircraft types, increased delays at maintenance, repair and overhaul ("MRO") providers, as well as elevated spare engine demand. The airline industry is being negatively impacted by these manufacturing flaws, though for our business, we believe further commercial aircraft supply constraints are benefitting lease rates and aircraft values.

In January 2024, the FAA ordered the temporary grounding of certain Boeing 737-9 MAX aircraft after the in-flight loss of a mid-cabin exit door plug in one aircraft. The FAA approved an inspection and maintenance process allowing grounded 737-9 MAX aircraft to be safely returned to service upon successful completion. However, as a result, Boeing will not be allowed to increase 737 MAX production rates until certain quality control issues are resolved. Due to these production constraints, we expect further delivery delays on our 737 MAX aircraft orders, and we are unable to speculate when Boeing 737 MAX production rates will normalize.

We believe the aircraft leasing industry has remained resilient over time across a variety of global economic conditions and remain optimistic about the long-term fundamentals of our business. We believe leasing will continue to be an attractive form of aircraft financing for airlines because less cash and financing is required for the airlines, lessors maintain key delivery positions, and it provides fleet flexibility while eliminating residual value risk for lessees.

### **Update on Russian Fleet**

On December 21, 2023, we received cash insurance settlement proceeds of approximately \$64.9 million in settlement of our insurance claims under S7's insurance policies (the "Policies") in respect of three A320-200 and one A321-200 aircraft in our owned fleet on lease to S7 at the time of Russia's invasion of Ukraine in February 2022. Effective upon receipt of the insurance settlement proceeds from Limited Liability Company Insurance Company "NSK" ("NSK"), a Russian insurance company, we and certain of our subsidiaries, among other things, (i) released our insurance claims against NSK, S7 and S7's former insurer under the Policies, (ii) released our reinsurance claims against S7's non-Russian reinsurers under the Policies, in each case with respect to these aircraft, and (iii) transferred title to the aircraft to NSK. We also had five A321-200neo aircraft previously on lease to S7 that were not included in the insurance settlement. As a result, during the year ended December 31, 2023, we recognized a net benefit of approximately \$67.0 million from the settlement of insurance claims under the Policies, comprised of \$64.9 million in cash settlement proceeds and a \$2.3 million benefit from our equity interest in our managed fleet that were previously on lease to S7, less certain transaction expenses.

As of February 15, 2024, we or the respective managed platform maintain title to 16 aircraft previously included in our owned fleet and two aircraft previously included in our managed fleet that are still detained in Russia. While we remain in ongoing settlement discussions regarding these aircraft, the operators of these aircraft have continued to fly most of the aircraft notwithstanding the termination of leasing activities. It is uncertain whether any of these discussions will result in any settlement or receipt of settlement proceeds and, if so, in what amount.

As previously disclosed, in June 2022, we and certain of our subsidiaries submitted insurance claims to the insurers on our aviation insurance policies to recover losses relating to aircraft detained in Russia for which we recorded a net write-off of our interests in our owned and managed aircraft totaling approximately \$771.5 million for the year ended December 31, 2022. The receipt of the insurance settlement proceeds serves to mitigate, in part, our losses under our aviation insurance policies. We continue to have significant claims against our aviation insurance carriers and will continue to vigorously pursue all available insurance claims and our related insurance litigation, and all rights and remedies therein. Collection, timing and amounts of any future insurance and related recoveries and the outcome of our ongoing insurance litigation remain uncertain at this time. See "Item 3. Legal Proceedings" for information on our ongoing litigation proceedings regarding aircraft that remain detained in Russia.

## **Liquidity and Capital Resources**

### **Overview**

We ended 2023 with available liquidity of \$6.8 billion which was comprised of unrestricted cash of \$0.5 billion and undrawn balances under our unsecured revolving credit facility of \$6.3 billion. We finance the purchase of aircraft and our business operations using available cash balances and internally generated funds, including through cash flows from our operating leases, aircraft sales and trading activity, and debt financings. We aim to maintain investment-grade credit metrics and focus our debt financing strategy on funding our business primarily on an unsecured basis with mostly fixed-rate debt issued in the public bond market. Unsecured financing provides us with operational flexibility when selling or transitioning aircraft from one airline to another. We also have the ability to seek debt financing secured by our assets, as well as financings supported through government-guaranteed export credit agencies for future aircraft deliveries. Our access to a variety of financing alternatives and the global capital markets, including capital raises through unsecured public notes denominated in U.S. dollars or various foreign currencies, private capital, bank debt, secured debt and preferred stock issuances serves as a key advantage in managing our liquidity. Ongoing aircraft delivery delays as a product of manufacturer delays are expected to further reduce our aircraft investment and debt financing needs for the next 12 months and potentially beyond.

We ended 2023 with total debt outstanding of \$19.4 billion, of which 84.7% was at a fixed rate and 98.4% of which was unsecured, and in the aggregate, our composite cost of funds was 3.77%. As of December 31, 2022, we had total debt outstanding of \$18.8 billion, of which 91.3% was at a fixed rate and 99.3% was unsecured, and in the aggregate, our composite cost of funds was 3.07%.

### **Capital Allocation Strategy**

We have a balanced approach to capital allocation based on the following priorities, ranked in order of priority: first, investing in modern, in-demand aircraft to profitably grow our core aircraft leasing business while maintaining strong fleet metrics and creating sustainable long-term shareholder value; second, maintaining our investment grade balance sheet utilizing unsecured debt as our primary form of financing; and finally, in line with the aforementioned priorities, returning excess cash to shareholders through our dividend policy as well as regular evaluation of share repurchases, as appropriate.

### **Material Cash Sources and Requirements**

We believe that we have sufficient liquidity from available cash balances, cash generated from ongoing operations, available commitments under our unsecured revolving credit facility and general ability to access the capital and debt markets for opportunistic debt financings to satisfy the operating requirements of our business through at least the next 12 months. Our long-term debt financing strategy is focused on continuing to raise primarily unsecured debt in the global bank and investment grade capital markets. Our material cash sources include:

- **Unrestricted cash:** We ended 2023 with \$460.9 million in unrestricted cash.
- **Lease cash flows:** We ended 2023 with \$31.0 billion in committed minimum future rental payments comprised of \$16.4 billion in contracted minimum rental payments on the aircraft in our existing fleet and \$14.6 billion in minimum future rental payments related to aircraft which will deliver between 2024 through 2027. These rental payments are a primary driver of our short and long-term operating cash flow. As of December 31, 2023, our minimum future rentals on non-cancellable operating leases for the next 12 months was \$2.4 billion. For further detail on our minimum future rentals for 2025 and thereafter, see "Notes to Consolidated Financial Statements" under "Item 8. Financial Statements and Supplementary Data" in this Annual Report on Form 10-K.

- **Unsecured revolving credit facility:** As of February 15, 2024, our \$7.4 billion revolving credit facility is syndicated across 51 financial institutions from various regions of the world, diversifying our reliance on any individual lending institution. The final maturity for the facility is May 2027, although we expect to refinance this facility in advance of that date. The facility contains standard investment grade covenants and does not condition our ability to borrow on the lack of a material adverse effect on us or the general economy. As of December 31, 2023, we had \$1.1 billion outstanding under our unsecured revolving credit facility.
- **Senior unsecured securities:** We are a frequent issuer in the investment grade capital markets, opportunistically issuing unsecured notes, primarily through our Medium-Term Note Program at attractive cost of funds and other senior unsecured securities. During 2023, we issued approximately \$1.1 billion in aggregate principal amount of senior unsecured notes, all maturing in 2028, with a weighted average interest rate of 5.52% and through a trust, issued \$600.0 million in aggregate principal amount of 5.85% trust certificates due 2028 in a Sukuk financing. We expect to have continued access to the investment grade bond market and other unsecured securities in the future, although we anticipate that interest rates for issuances in the near term will remain elevated compared to those available prior to 2022.
- **Unsecured bank facilities:** We have active dialogue with a variety of global financial institutions and enter into new unsecured credit facilities from time to time as a means to supplement our liquidity and sources of funding. During 2023, we were active in the unsecured bank market with approximately \$1.2 billion of new unsecured credit facilities established in the form of bilateral and syndicated term loans. These loans are pre-payable without penalty at any time offering us significant flexibility in different rate environments.
- **Aircraft sales:** Proceeds from the sale of aircraft help supplement our liquidity position. We have \$1.5 billion of aircraft in our sales pipeline, which includes \$605.1 million of aircraft classified as flight equipment held for sale as of December 31, 2023 and \$891.8 million of aircraft subject to letters of intent<sup>4</sup>. We expect the sale of the majority of our aircraft classified as flight equipment held for sale to be completed in 2024. We expect to sell approximately \$1.5 billion in aircraft for the full year 2024 and continue to see robust demand in the secondary market to support our aircraft sales program.
- **Other sources:** In addition to the above, we generate liquidity through cash received from security deposits and maintenance reserves from our lease agreements, other sources of debt financings (including secured bank term loans, export credit and private placements), as well as issuances of preferred stock.

Tighter monetary policies in the United States and other countries since early 2022 resulted in rapid interest rate increases over a relatively short period of time and many are predicting that rates may remain elevated. This higher interest rate environment has resulted in increased borrowing costs for us during 2023 and will result in increased borrowing costs until interest rates decline. Historically, there has been a lag between a rise in interest rates and subsequent increases in lease rates. While we saw an increase in lease rates during 2023, which are serving to partially offset increased borrowing costs, lease rate increases continue to lag the rapid increase in interest rates. We believe that lease rates should continue to increase as airlines adjust to a persistently higher rate environment and our funding advantage relative to our airline customers widens. In addition, lease rates are influenced by several factors above and beyond interest rates, including supply technicals driven by aircraft demand, supply chain disruptions, environmental initiatives and other factors that may result in a change in lease rates regardless of the interest rate environment.

As of December 31, 2023, we were in compliance in all material respects with the covenants contained in our debt agreements. While a ratings downgrade would not result in a default under any of our debt agreements, it could adversely affect our ability to issue debt and obtain new financings, or renew existing financings, and it would increase the interest rate applicable to certain of our financings. Our liquidity plans are subject to a number of risks and uncertainties, including those described in "Item 1A. Risk Factors" of this Annual Report on Form 10-K.

Our material cash requirements are primarily comprised of aircraft purchases, debt service payments and general operating expenses. The amount of our cash requirements depends on a variety of factors, including, the ability of aircraft manufacturers to meet their contractual delivery obligations to us, the ability of our lessees to meet their contractual obligations with us, the timing of aircraft sales from our fleet, the timing and amount of our debt service obligations, potential aircraft acquisitions, and the general economic environment in which we operate.

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<sup>4</sup> While our management's historical experience is that non-binding letters of intent for aircraft sales generally lead to binding contracts, we cannot be certain that we will ultimately execute binding sales agreements for all or any of the aircraft subject to letters of intent or predict the timing of closing for any such aircraft sales.

Our material cash requirements as of December 31, 2023 are as follows:

	2024	2025	2026	2027	2028	Thereafter	Total
	(in thousands)						
Purchase commitments <sup>(1)</sup>	\$ 6,827,356	\$ 4,424,683	\$ 4,357,060	\$ 3,551,190	\$ 2,576,015	\$ —	\$ 21,736,304
Long-term debt obligations	3,208,528	2,422,621	4,426,425	3,824,847	2,700,336	2,780,703	19,363,460
Interest payments on debt outstanding <sup>(2)</sup>	737,328	646,097	544,903	351,122	170,976	193,000	2,643,426
Total	\$ 10,773,212	\$ 7,493,401	\$ 9,328,388	\$ 7,727,159	\$ 5,447,327	\$ 2,973,703	\$ 43,743,190

(1) Purchase commitments reflect future Airbus and Boeing aircraft deliveries based on information currently available to us based on contractual documentation.

(2) Future interest payments on floating rate debt are estimated using floating rates in effect at December 31, 2023, which is inclusive of any cross-currency hedging arrangements.

The actual delivery dates of the aircraft in our commitments table and the expected time for payment of such aircraft may differ from our estimates and could be further impacted by the pace at which Airbus and Boeing can deliver aircraft, among other factors. As a result, the timing of our purchase commitments shown in the table above may not reflect when the aircraft investments are eventually made. For 2024, we currently expect to make between \$4.5 billion and \$5.5 billion in aircraft investments.

The above table does not include any tax payments we may pay nor any dividends we may pay on our preferred stock or common stock.

### Cash Flows

Our cash flow provided by operating activities increased by \$0.4 billion to \$1.7 billion for the year ended December 31, 2023. The increase was primarily due to the continued growth of our fleet and an increase in customer cash collections as compared to the prior year. Our cash flow used in investing activities decreased by \$0.6 billion to \$2.8 billion for the year ended December 31, 2023. This decrease was principally driven by a \$1.4 billion increase in our aircraft sales activity, partially offset by a \$0.9 billion increase in our aircraft investment activity. Our cash flow provided by financing activities decreased by \$1.0 billion to \$0.7 billion for the year ended December 31, 2023. The decrease is primarily due to a \$0.5 billion increase in debt repayments resulting from an increase in our aircraft sales activity discussed above.

## Debt

Our debt financing as of December 31, 2023 and 2022 is summarized below:

	December 31, 2023	December 31, 2022
	(U.S. dollars in thousands, except percentages)	
<b>Unsecured</b>		
Senior unsecured securities	\$ 16,329,605	\$ 17,095,116
Term financings	1,628,400	582,950
Revolving credit facility	1,100,000	1,020,000
Total unsecured debt financing	19,058,005	18,698,066
<b>Secured</b>		
Export credit financing	204,984	11,646
Term financings	100,471	113,717
Total secured debt financing	305,455	125,363
Total debt financing	19,363,460	18,823,429
Less: Debt discounts and issuance costs	(180,803)	(182,366)
Debt financing, net of discounts and issuance costs	\$ 19,182,657	\$ 18,641,063
<b>Selected interest rates and ratios:</b>		
Composite interest rate <sup>(1)</sup>	3.77 %	3.07%
Composite interest rate on fixed-rate debt <sup>(1)</sup>	3.26 %	2.98%
Percentage of total debt at a fixed-rate	84.71 %	91.34%

(1) This rate does not include the effect of upfront fees, facility fees, undrawn fees or amortization of debt discounts and issuance costs.

### Senior unsecured securities (including Medium-Term Note Program)

As of December 31, 2023, we had \$16.3 billion in senior unsecured securities outstanding. As of December 31, 2022, we had \$17.1 billion in senior unsecured securities outstanding.

**Public unsecured notes.** As of December 31, 2023, we had \$15.7 billion in aggregate principal amount of senior unsecured notes outstanding, all of which have been issued in SEC-registered offerings and with remaining terms ranging from one month to 8.04 years and bearing interest at fixed rates ranging from 0.70% to 5.94%. As of December 31, 2022, we had \$17.1 billion in aggregate principal amount of senior unsecured notes outstanding bearing interest at fixed rates ranging from 0.70% to 5.85%.

During the year ended December 31, 2023, we issued \$700.0 million in aggregate principal amount of 5.30% Medium-Term Notes due 2028 and Canadian dollar ("C\$") denominated debt of C\$500.0 million in aggregate principal amount of 5.40% Medium-Term Notes due 2028. We effectively hedged the C\$ notes foreign currency exposure on this transaction through a cross-currency swap that converts the borrowing rate to a fixed 5.94% U.S. dollar denominated rate.

Subsequently, in January 2024, we issued \$500.0 million in aggregate principal amount of 5.10% Medium-Term Notes due 2029.

All of our fixed rate senior unsecured notes may be redeemed at our option in part or in full at any time and from time to time prior to maturity at the redemption prices (including any "make-whole" premium) specified in such senior unsecured notes. Our senior unsecured notes also require us to offer to purchase all of the notes at a purchase price equal to 101% of the principal amount of the notes, plus accrued and unpaid interest if a "change of control repurchase event" (as defined in the applicable indenture or supplemental indenture) occurs.

The indentures that govern our senior unsecured notes requires us to comply with certain covenants, including restrictions on our ability to (i) incur liens on assets and (ii) merge, consolidate or transfer all or substantially all of our assets.

The covenants contained in these indentures are subject to certain exceptions and qualifications set forth therein. In addition, the indentures also provide for customary events of default. If any event of default occurs, any amount then outstanding under the relevant indentures may immediately become due and payable. These events of default are subject to certain exceptions and qualifications set forth in the indentures.

On May 7, 2021, we renewed and refreshed our Medium-Term Note Program, under which we may issue, from time to time, up to \$15.0 billion (or their U.S. dollar equivalent) of debt securities designated as our Medium-Term Notes, Series A. All of our senior unsecured notes issued since 2019 have consisted of Medium-Term Notes, Series A, issued under our Medium-Term Note Program. As of February 15, 2024, we had approximately \$8.3 billion remaining capacity under our Medium-Term Note Program.

*Private placement securities.* During the year ended December 31, 2023, we, through a trust, issued \$600.0 million in aggregate principal amount of 5.85% trust certificates due 2028 in a Sukuk financing. If we fail to meet our obligations under the Sukuk financing, the sole rights of each of the holders of the trust certificates will be against us to perform our obligations under the arrangements to which we are a party.

#### *Syndicated unsecured revolving credit facility*

As of December 31, 2023 and December 31, 2022, we had \$1.1 billion and \$1.0 billion, respectively, outstanding under our syndicated unsecured revolving credit facility (the "Revolving Credit Facility"). Borrowings under the Revolving Credit Facility are used to finance our working capital needs in the ordinary course of business and for other general corporate purposes.

In 2023, we amended and extended our Revolving Credit Facility through an amendment that, among other things, extended the final maturity date from May 5, 2026 to May 5, 2027 and amended the total revolving commitments thereunder to approximately \$7.2 billion. The amendment also decreased the SOFR credit spread adjustment applicable to borrowings for all interest periods. In October and December 2023, we entered into new lender supplements, which increased the aggregate facility capacity by \$275.0 million. As of December 31, 2023, borrowings under the Revolving Credit Facility accrue interest at Adjusted Term SOFR (as defined in the Revolving Credit Facility) plus a margin of 1.05% per year. We are required to pay a facility fee of 0.20% per year in respect of total commitments under the Revolving Credit Facility. Interest rate and facility fees are subject to changes in our credit ratings.

As of February 15, 2024, total commitments under our Revolving Credit Facility was \$7.4 billion. Lenders held revolving commitments of approximately \$7.1 billion that mature on May 5, 2027, commitments totaling \$320.0 million that mature on May 5, 2026 and commitments totaling \$32.5 million that mature on May 5, 2025.

The Revolving Credit Facility provides for certain covenants, including covenants that limit our subsidiaries' ability to incur, create, or assume certain unsecured indebtedness, and our subsidiaries' abilities to engage in certain mergers, consolidations, and asset sales. The Revolving Credit Facility also requires us to comply with certain financial maintenance covenants including minimum consolidated shareholders' equity, minimum consolidated unencumbered assets, and an interest coverage test. In addition, the Revolving Credit Facility contains customary events of default. In the case of an event of default, the lenders may terminate the commitments under the Revolving Credit Facility and require immediate repayment of all outstanding borrowings.

#### *Unsecured term financings*

In 2023, we entered into a \$750.0 million unsecured term loan that bears interest at a floating rate of Term SOFR plus a credit spread adjustment of 0.10% plus 1.4% and has a final maturity on November 24, 2026. The term loan contains customary covenants and events of default consistent with our Revolving Credit Facility.

In addition, during the year ended December 31, 2023, we entered into \$250.0 million in aggregate unsecured term financings with one-year maturities bearing interest at a floating rate of one-month SOFR plus a credit spread adjustment of 0.10% plus 1.25%.

As of December 31, 2023 and December 31, 2022, the outstanding balance on our other unsecured term financings was \$1.6 billion and \$583.0 million, respectively.



## Secured Debt Financings

In June 2023 and August 2023, we issued \$112.2 million in secured notes due 2034 and \$101.7 million in secured notes due 2035, respectively, both of which are amortized over the term of the notes and are guaranteed by United Kingdom Export Finance ("UKEF"), the UK government's export credit agency. Each tranche of the notes bears interest at a floating rate of three-month SOFR plus 0.42%. We pledged two aircraft as collateral in connection with these transactions.

All of our secured obligations as of December 31, 2023 and 2022 were recourse in nature to us. As of December 31, 2023, we had an outstanding balance of \$305.5 million in secured debt financings and pledged four aircraft as collateral with a net book value of \$445.9 million. As of December 31, 2022, we had an outstanding balance of \$125.4 million in secured debt financings and pledged three aircraft as collateral with a net book value of \$212.1 million.

## Preferred equity

The following table summarizes the Company's preferred stock issued and outstanding as of December 31, 2023 and 2022 (in thousands, except for share amounts and percentages):

	Shares Issued and Outstanding as of December 31, 2023 and 2022	Liquidation Preference as of December 31, 2023 and 2022 <sup>(2)</sup>	Issue Date	Dividend Rate in Effect at December 31, 2023 and 2022 <sup>(3)</sup>	Next dividend rate reset date	Dividend rate after reset date
Series A	10,000,000	\$ 250,000	March 5, 2019	6.150 %	March 15, 2024	3M Term SOFR <sup>(1)</sup> plus 3.65%
Series B	300,000	300,000	March 2, 2021	4.650 %	June 15, 2026	5 Yr U.S. Treasury plus 4.076%
Series C	300,000	300,000	October 13, 2021	4.125 %	December 15, 2026	5 Yr U.S. Treasury plus 3.149%
Total	10,600,000	\$ 850,000				

(1) 3M Term SOFR includes a credit spread adjustment of 0.10%.

(2) The Series A Preferred Stock has a redemption price of \$25.00 per share, plus any declared and unpaid dividends to, but excluding, the redemption date without accumulation of any undeclared dividends. The Series B Preferred Stock and Series C Preferred Stock each have a redemption price of \$1,000.00 per share, plus any declared and unpaid dividends to, but excluding, the redemption date without accumulation of any undeclared dividends.

(3) Dividends on preferred stock are discretionary and non-cumulative. When declared, dividends on the Series A Preferred Stock are reset quarterly and payable quarterly in arrears and dividends on the Series B Preferred Stock and Series C Preferred Stock are reset every five years and payable quarterly in arrears.

As of December 31, 2023 and 2022, we had 10,000,000 shares of 6.15% Fixed-to-Floating Non-Cumulative Perpetual Preferred Stock, Series A (the "Series A Preferred Stock"), \$0.01 par value, outstanding, with an aggregate liquidation preference of \$250.0 million (\$25 per share). We will pay dividends on the Series A Preferred Stock only when, as and if declared by the board of directors. Dividends will accrue, on a non-cumulative basis, on the stated amount of \$25.00 per share at a rate per annum equal to: (i) 6.150% during the first five years and payable quarterly in arrears beginning on June 15, 2019, and (ii) three-month Term SOFR (which includes a credit spread adjustment of 0.10%) plus a spread of 3.65% per annum from March 15, 2024, reset quarterly and payable quarterly in arrears beginning on June 15, 2024.

We may redeem shares of the Series A Preferred Stock at our option, in whole or in part, from time to time, on or after March 15, 2024, for cash at a redemption price equal to \$25.00 per share, plus any declared and unpaid dividends to, but excluding, the redemption date, without accumulation of any undeclared dividends. We may also redeem shares of the Series A Preferred Stock at our option under certain other limited conditions. The Series A Preferred Stock ranks on a parity with the Series B and Series C Preferred Stock.

As of December 31, 2023 and 2022, we had 300,000 shares of 4.65% Fixed Rate Reset Non-Cumulative Perpetual Preferred Stock, Series B (the "Series B Preferred Stock"), \$0.01 par value, outstanding, with an aggregate liquidation preference of \$300.0 million (\$1,000 per share). We will pay dividends on the Series B Preferred Stock only when, as and if declared by our board of directors. Dividends will accrue, on a non-cumulative basis, on the stated amount of \$1,000 per share at a rate per annum equal to: (i) 4.65% through June 15, 2026, and payable quarterly in arrears beginning on June 15, 2021, and (ii) the Five-year U.S. Treasury Rate as of the applicable reset dividend determination date plus a spread of 4.076% per reset period from June 15, 2026 and reset every five years and payable quarterly in arrears.

We may redeem shares of the Series B Preferred Stock at our option, in whole or in part, from time to time, on any dividend payment date on or after June 15, 2026, for cash at a redemption price equal to \$1,000 per share, plus any declared and unpaid dividends, without accumulation of any undeclared dividends. We may also redeem shares of the Series B Preferred Stock at our option under certain other limited conditions. The Series B Preferred Stock ranks on a parity with the Series A Preferred Stock and the Series C Preferred Stock.

As of December 31, 2023 and 2022, we had 300,000 shares of 4.125% Fixed-Rate Reset Non-Cumulative Perpetual Preferred Stock, Series C (the "Series C Preferred Stock"), \$0.01 par value, outstanding with an aggregate liquidation preference of \$300.0 million (\$1,000 per share). We will pay dividends on the Series C Preferred Stock only when, as and if declared by our board of directors. Dividends will accrue, on a non-cumulative basis, on the stated amount of \$1,000 per share at a rate per annum equal to: (i) 4.125% through December 15, 2026, and payable quarterly in arrears beginning on December 15, 2021, and (ii) the Five-year U.S. Treasury Rate as of the applicable reset dividend determination date plus a spread of 3.149% per reset period from December 15, 2026 and reset every five years and payable quarterly in arrears.

We may redeem shares of the Series C Preferred Stock at our option, in whole or in part, from time to time, on any dividend payment date on or after December 15, 2026, for cash at a redemption price equal to \$1,000 per share, plus any declared and unpaid dividends, without accumulation of any undeclared dividends. We may also redeem shares of the Series C Preferred Stock at our option under certain other limited conditions. The Series C Preferred Stock ranks on a parity with the Series A and Series B Preferred Stock.

The following table summarizes the quarterly cash dividends that we paid during the year ended December 31, 2023 on our outstanding Series A, Series B and Series C Preferred Stock (in thousands):

Title of each class	Payment Dates			
	March 15, 2023	June 15, 2023	September 15, 2023	December 15, 2023
Series A Preferred Stock	\$3,844	\$3,844	\$3,844	\$3,844
Series B Preferred Stock	\$3,487	\$3,487	\$3,487	\$3,487
Series C Preferred Stock	\$3,094	\$3,094	\$3,094	\$3,094

#### *Off-balance Sheet Arrangements*

We have not established any unconsolidated entities for the purpose of facilitating off-balance sheet arrangements or for other contractually narrow or limited purposes. We have, however, from time to time established subsidiaries or trusts for the purpose of leasing aircraft or facilitating borrowing arrangements which are included in our balance sheet.

We have non-controlling interests in two investment funds in which we own 9.5% of the equity of each fund. We account for our interest in these funds under the equity method of accounting due to our level of influence and involvement in the funds. Also, we manage aircraft that we have sold through our Thunderbolt platform. In connection with the sale of certain aircraft portfolios through our Thunderbolt platform, we hold non-controlling interests of approximately 5.0% in two entities. These investments are accounted for under the cost method of accounting.

**Credit Ratings**

Our investment-grade corporate and long-term debt credit ratings help us to lower our cost of funds and broaden our access to attractively priced capital. The following table summarizes our current credit ratings:

Rating Agency	Long-term Debt	Corporate Rating	Outlook	Date of Last Ratings Action
Kroll Bond Ratings	A-	A-	Stable	March 24, 2023
Standard and Poor's	BBB	BBB	Stable	January 19, 2024
Fitch Ratings	BBB	BBB	Stable	December 19, 2023

While a ratings downgrade would not result in a default under any of our debt agreements, it could adversely affect our ability to issue debt and obtain new financings, or renew existing financings, and it would increase the interest rate applicable to certain of our financings.

## Results of Operations

	Year Ended December 31, 2023		Year Ended December 31, 2022		Year Ended December 31, 2021	
(in thousands, except share and per share amounts and percentages)						
Revenues						
Rental of flight equipment	\$	2,477,607	\$	2,214,508	\$	2,003,337
Aircraft sales, trading, and other		207,370		102,794		85,052
Total revenues		2,684,977		2,317,302		2,088,389
Expenses						
Interest		654,910		492,924		462,396
Amortization of debt discounts and issuance costs		54,053		53,254		50,620
Interest expense		708,963		546,178		513,016
Depreciation of flight equipment		1,068,772		965,955		882,562
Write-off of Russian fleet, net of (recoveries)		(67,022)		771,476		—
Selling, general, and administrative		186,015		156,855		125,279
Stock-based compensation expense		34,615		15,603		26,516
Total expenses		1,931,343		2,456,067		1,547,373
Income/(Loss) before taxes		753,634		(138,765)		541,016
Income tax (expense)/benefit		(139,012)		41,741		(104,384)
Net income/(loss)	\$	614,622	\$	(97,024)	\$	436,632
Preferred stock dividends		(41,700)		(41,700)		(28,473)
Net income/(loss) attributable to common stockholders	\$	572,922	\$	(138,724)	\$	408,159
Earnings/(loss) per share of common stock						
Basic	\$	5.16	\$	(1.24)	\$	3.58
Diluted	\$	5.14	\$	(1.24)	\$	3.57
Weighted-average shares of common stock outstanding						
Basic		111,005,088		111,626,508		114,050,578
Diluted		111,438,589		111,626,508		114,446,093
Other financial data						
Pre-tax margin		28.1 %		(6.0) %		25.9 %
Adjusted net income before income taxes <sup>(1)</sup>	\$	733,580	\$	659,868	\$	589,679
Adjusted pre-tax margin <sup>(1)</sup>		27.3 %		28.5 %		28.2 %
Adjusted diluted earnings per share before income taxes <sup>(1)</sup>	\$	6.58	\$	5.89	\$	5.15
Pre-tax return on common equity		11.8 %		(3.0) %		8.6 %
Adjusted pre-tax return on common equity <sup>(1)</sup>		12.1 %		11.0 %		9.8 %

(1) Adjusted net income before income taxes (defined as net income/(loss) attributable to common stockholders excluding the effects of certain non-cash items, one-time or non-recurring items, such as net write-offs and recoveries related to our former Russian fleet, that are not expected to continue in the future and certain other items), adjusted pre-tax margin (defined as adjusted net income before income taxes divided by total revenues), adjusted diluted earnings per share before income taxes (defined as adjusted net income before income taxes divided by the weighted average diluted common shares outstanding) and adjusted pre-tax return on common equity (defined as adjusted net income before income taxes divided by average common shareholders' equity) are measures of operating performance that are not defined by GAAP and should not be considered as an alternative to net income/(loss) attributable to common stockholders, pre-tax margin, earnings/(loss) per share, diluted earnings/(loss) per share and pre-tax return on common equity, or any other performance measures derived in accordance with GAAP. Adjusted

net income before income taxes, adjusted pre-tax margin, adjusted diluted earnings per share before income taxes and adjusted pre-tax return on common equity are presented as supplemental disclosure because management believes they provide useful information on our earnings from ongoing operations.

Management and our board of directors use adjusted net income before income taxes, adjusted pre-tax margin, adjusted diluted earnings per share before income taxes and adjusted pre-tax return on common equity to assess our consolidated financial and operating performance. Management believes these measures are helpful in evaluating the operating performance of our ongoing operations and identifying trends in our performance, because they remove the effects of certain non-cash items, one-time or non-recurring items that are not expected to continue in the future and certain other items from our operating results. Adjusted net income before income taxes, adjusted pre-tax margin, adjusted diluted earnings per share before income taxes and adjusted pre-tax return on common equity, however, should not be considered in isolation or as a substitute for analysis of our operating results or cash flows as reported under GAAP. Adjusted net income before income taxes, adjusted pre-tax margin, adjusted diluted earnings per share before income taxes and adjusted pre-tax return on common equity do not reflect our cash expenditures or changes in our cash requirements for our working capital needs. In addition, our calculation of adjusted net income before income taxes, adjusted pre-tax margin, adjusted diluted earnings per share before income taxes and adjusted pre-tax return on common equity may differ from the adjusted net income before income taxes, adjusted pre-tax margin, adjusted diluted earnings per share before income taxes and adjusted pre-tax return on common equity, or analogous calculations of other companies in our industry, limiting their usefulness as a comparative measure.

The following table shows the reconciliation of the numerator for adjusted pre-tax margin (in thousands, except percentages):

	Year Ended December 31,			
	2023	2022	2021	
	(unaudited)			
Reconciliation of the numerator for adjusted pre-tax margin (net income/(loss) attributable to common stockholders to adjusted net income before income taxes):				
Net income/(loss) attributable to common stockholders	\$ 572,922	\$ (138,724)	\$	408,159
Amortization of debt discounts and issuance costs	54,053	53,254		50,620
Write-off of Russian fleet, net of (recoveries)	(67,022)	771,476		—
Stock-based compensation expense	34,615	15,603		26,516
Income tax expense/(benefit)	139,012	(41,741)		104,384
Adjusted net income before income taxes	\$ 733,580	\$ 659,868	\$	589,679
Denominator for adjusted pre-tax margin:				
Total revenues	2,684,977	2,317,302		2,088,389
Adjusted pre-tax margin <sup>(a)</sup>	27.3 %	28.5 %		28.2 %

(a) Adjusted pre-tax margin is adjusted net income before income taxes divided by total revenues

The following table shows the reconciliation of the numerator for adjusted diluted earnings per share before income taxes (in thousands, except share and per share amounts):

	Year Ended December 31,		
	2023	2022	2021
<b>Reconciliation of the numerator for adjusted diluted earnings per share (net income/(loss) attributable to common stockholders to adjusted net income before income taxes):</b>			
Net income/(loss) attributable to common stockholders	\$ 572,922	\$ (138,724)	\$ 408,159
Amortization of debt discounts and issuance costs	54,053	53,254	50,620
Write-off of Russian fleet, net of (recoveries)	(67,022)	771,476	—
Stock-based compensation expense	34,615	15,603	26,516
Income tax expense/(benefit)	139,012	(41,741)	104,384
Adjusted net income before income taxes	\$ 733,580	\$ 659,868	\$ 589,679
<b>Denominator for adjusted diluted earnings per share:</b>			
Weighted-average diluted common shares outstanding	111,438,589	111,626,508	114,446,093
Potentially dilutive securities, whose effect would have been anti-dilutive	—	361,186	—
Adjusted weighted-average diluted common shares outstanding	111,438,589	111,987,694	114,446,093
Adjusted diluted earnings per share before income taxes <sup>(b)</sup>	\$ 6.58	\$ 5.89	\$ 5.15

(b) Adjusted diluted earnings per share before income taxes is adjusted net income before income taxes divided by adjusted weighted-average diluted common shares outstanding

The following table shows the reconciliation of pre-tax return on common equity to adjusted pre-tax return on common equity (in thousands, except percentages):

	Year Ended December 31,					
	2023		2022		2021	
	(unaudited)					
Reconciliation of the numerator for adjusted pre-tax return on common equity (net income/(loss) attributable to common stockholders to adjusted net income before income taxes):						
Net income/(loss) attributable to common stockholders	\$	572,922	\$	(138,724)	\$	408,159
Amortization of debt discounts and issuance costs		54,053		53,254		50,620
Write-off of Russian fleet, net of (recoveries)		(67,022)		771,476		—
Stock-based compensation expense		34,615		15,603		26,516
Income tax expense/(benefit)		139,012		(41,741)		104,384
Adjusted net income before income taxes	\$	733,580	\$	659,868	\$	589,679
Reconciliation of denominator for pre-tax return on common equity to adjusted pre-tax return on common equity:						
Common shareholders' equity as of beginning of the period	\$	5,796,363	\$	6,158,568	\$	5,822,341
Common shareholders' equity as of end of the period	\$	6,310,038	\$	5,796,363	\$	6,158,568
Average common shareholders' equity	\$	6,053,201	\$	5,977,466	\$	5,990,455
Adjusted pre-tax return on common equity <sup>(c)</sup>		12.1	%	11.0	%	9.8
						%

(c) Adjusted pre-tax return on common equity is adjusted net income before income taxes divided by average common shareholders' equity

## 2023 Compared to 2022

### Rental of flight equipment revenue

During the year ended December 31, 2023, we recorded \$2.5 billion in rental revenue, which included overhaul revenue, net of amortization expense related to initial direct costs of \$91.9 million, as compared to \$2.2 billion in rental revenue, which included overhaul revenue, net of amortization expense related to initial direct costs of \$29.2 million, for the year ended December 31, 2022. The net book value of our flight equipment subject to operating leases increased to \$26.2 billion as of December 31, 2023 from a net book value of \$24.5 billion as of December 31, 2022. The increase in rental revenues was primarily driven by the continued growth in our fleet and higher end of lease revenue. In 2023, we recognized \$124.4 million in end of lease revenue from the return of 22 aircraft while in 2022 we recorded \$56.3 million in maintenance reserve income and end of lease revenue resulting from the return of 12 aircraft and the termination of our leasing activities in Russia.

### Aircraft sales, trading, and other revenue

Aircraft sales, trading, and other revenue totaled \$207.4 million for the year ended December 31, 2023 compared to \$102.8 million for the year ended December 31, 2022. For the year December 31, 2023, we recognized \$156.3 million in gains from the sale of 27 aircraft with sales proceeds of \$1.5 billion, representing a gain of approximately 11%. During the year ended December 31, 2022, we recognized approximately \$48.0 million in gains from the sale of 15 aircraft with sales proceeds of \$252.0 million, representing a gain of approximately 11% and \$17.9 million in forfeiture of security deposit income from the termination of our leasing activities in Russia.

#### *Interest expense*

Interest expense totaled \$709.0 million for the year ended December 31, 2023 compared to \$546.2 million for the year ended December 31, 2022. Our interest expense increased due to an increase in our composite cost of funds to 3.77% as compared to 3.07% in the prior year. We expect our interest expense will continue to increase as our average debt balance outstanding increases along with our composite cost of funds.

#### *Depreciation expense*

We recorded \$1.1 billion in depreciation expense of flight equipment for the year ended December 31, 2023 compared to \$1.0 billion for the year ended December 31, 2022. The increase in depreciation expense for 2023 compared to 2022 is primarily attributable to the growth of our fleet. We expect our depreciation expense to increase as we continue to add aircraft to our fleet.

#### *Write-off of Russian fleet, net of recoveries*

In December 2023, we recognized a net benefit of approximately \$67.0 million from the settlement of insurance claims under S7's insurance policies related to four aircraft in our owned fleet and our equity interest in our managed fleet that were previously on lease to S7. During the year ended December 31, 2022, we recorded a write-off of our interests in our owned and managed fleet that were detained in Russia, totaling approximately \$771.5 million. As of February 15, 2024, 16 aircraft previously included in our owned fleet remain in Russia.

#### *Stock-based compensation*

We recorded stock-based compensation expense of \$34.6 million for the year ended December 31, 2023 compared to stock-based compensation expense of \$15.6 million for the year ended December 31, 2022. During the year ended December 31, 2022, we reduced the underlying vesting estimates of certain book value RSUs as the performance criteria were no longer considered probable of being achieved resulting in a comparative increase in stock-based compensation expense when looking at the current year period.

#### *Selling, general, and administrative expenses*

We recorded selling, general, and administrative expenses of \$186.0 million for the year ended December 31, 2023 compared to \$156.9 million for the year ended December 31, 2022. Selling, general and administrative expenses continued to increase along with the growth in our fleet. The increase in selling, general and administrative expenses was primarily due to the increase in insurance premiums, aircraft transition costs and general operating expenses. Selling, general and administrative expenses represented 6.9% and 6.8% as a percentage of total revenue for the years ended December 31, 2023 and 2022, respectively.

#### *Taxes*

For the year ended December 31, 2023, we recorded an income tax expense of \$139.0 million and effective tax rate of 18.4%, as compared to \$41.7 million in income tax benefit and effective tax rate of 30.1% for the year ended December 31, 2022. The income tax benefit in 2022 was due to the write-off of our interests in aircraft that were detained in Russia.

#### *Net income/loss attributable to common stockholders*

For the year ended December 31, 2023, we reported net income attributable to common stockholders of \$572.9 million, or \$5.14 per diluted share, compared to a net loss attributable to common stockholders of \$138.7 million, or \$1.24 net loss per diluted share, for the year ended December 31, 2022. The increase compared to the prior year is primarily due to the increase in revenues as discussed above partially offset by higher interest expense, which resulted from an increase in our composite cost of funds. In addition, in 2023, we recognized a net benefit of approximately \$67.0 million from the settlement of Russian insurance claims mentioned above, whereas in 2022, we recognized a net write-off of \$771.5 million related to our Russian fleet.

#### *Adjusted net income before income taxes*

For the year ended December 31, 2023, our adjusted net income before income taxes was \$733.6 million, or \$6.58 per adjusted diluted share, compared to an adjusted net income before income taxes of \$659.9 million, or \$5.89 per adjusted diluted share, for the



year ended December 31, 2022. The increase in our adjusted net income before income taxes primarily relates to the increase in revenues as discussed above, partially offset by the higher interest expense.

## **2022 Compared to 2021**

### *Rental revenue*

During the year ended December 31, 2022, we recorded \$2.2 billion in rental revenue, which included overhaul revenue, net of amortization expense related to initial direct costs of \$29.2 million, as compared to \$2.0 billion in rental revenue, which included amortization expense related to initial direct costs, net of overhaul revenue of \$2.3 million, for the year ended December 31, 2021. Our flight equipment subject to operating leases increased to 407 aircraft with a net book value of \$24.5 billion as of December 31, 2022 from 381 aircraft with a net book value of \$22.9 billion as of December 31, 2021. The increase in rental revenue was primarily driven by the continued growth in our fleet and significantly lower COVID-19 related lease restructuring and cash basis losses, partially offset by the loss of revenue from the termination of our leasing activities in Russia.

### *Aircraft sales, trading, and other revenue*

Aircraft sales, trading, and other revenue totaled \$102.8 million for the year ended December 31, 2022 compared to \$85.1 million for the year ended December 31, 2021. During the year ended December 31, 2022, we recorded \$48.0 million in gains from the sale of 15 aircraft and \$17.9 million in forfeiture of security deposit income from the termination of our leasing activities in Russia in the current year period. During the year ended December 31, 2021, we recorded \$34.0 million in revenue recognized from the sale to a third party of certain unsecured claims related to Aeromexico's insolvency proceedings, and \$24.0 million from the sale of four aircraft<sup>5</sup>.

### *Interest expense*

Interest expense totaled \$546.2 million for the year ended December 31, 2022 compared to \$513.0 million for the year ended December 31, 2021. Our interest expense increased due to an increase in our average debt balance and an increase in our composite cost of funds as compared to the prior year. Due to the rising interest rate environment, we expect our interest expense will continue to increase as our average debt balance outstanding and our composite cost of funds each increase in the future.

### *Depreciation expense*

We recorded \$966.0 million in depreciation expense of flight equipment for the year ended December 31, 2022 compared to \$882.6 million for the year ended December 31, 2021. The increase in depreciation expense for 2022 compared to 2021 was primarily attributable to the growth of our fleet during the last twelve months. We expect our depreciation expense to increase as we continue to add aircraft to our fleet.

### *Write-off of Russian fleet, net of recoveries*

In March 2022, we terminated all of our leasing activities in Russia. As of February 16, 2023, 20 aircraft in our owned fleet and six aircraft in our managed fleet remain in Russia. While we or the respective managed platform maintain title to the 26 aircraft, we determined that it is unlikely we or they would regain possession of the aircraft that had not been returned and that were detained in Russia. As such, during the three months ended March 31, 2022, we recorded a write-off of our interests in our owned and managed fleet that were detained in Russia, totaling approximately \$802.4 million.

In October 2022, one Boeing 737-8 MAX aircraft that was detained in Russia was returned to us and, as a result, in the fourth quarter of 2022, we recorded the aircraft in our owned fleet at fair value to Flight equipment subject to operating lease on our consolidated balance sheet with a corresponding offset to the write-off line item in our statement of operations of \$30.9 million. We do not currently anticipate the return of any other aircraft that are detained in Russia.

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<sup>5</sup>Aircraft sales include one sales-type lease transaction during the year ended December 31, 2021.

#### *Stock-based compensation*

We recorded stock-based compensation expense of \$15.6 million for the year ended December 31, 2022 compared to stock-based compensation expense of \$26.5 million for the year ended December 31, 2021. The decrease in stock-based compensation related to reductions in the underlying vesting estimates of certain book value performance-based restricted stock units as the performance criteria were no longer considered probable of being achieved.

#### *Selling, general, and administrative expenses*

We recorded selling, general, and administrative expenses of \$156.9 million for the year ended December 31, 2022 compared to \$125.3 million for the year ended December 31, 2021. The increase in selling, general and administrative expenses was primarily due to the increase in business activity, increased expenses related to insurance premiums and the transition of aircraft. During the year ended December 31, 2022, we renewed our aviation insurance policies which resulted in an annualized increase in our premiums of approximately \$16.0 million. We expect an increase in selling, general, and administrative expenses due to higher inflation, increased aviation insurance premiums, and increased business activity. Selling, general and administrative expenses as a percentage of total revenue increased to 6.8% for the year ended December 31, 2022 compared to 6.0% for the year ended December 31, 2021.

#### *Taxes*

For the year ended December 31, 2022, we recorded an income tax benefit of \$41.7 million, as compared to \$104.4 million in income tax expense for the year ended December 31, 2021. The effective tax rate for 2022 was 30.1% as compared to an effective tax rate of 19.3% for 2021. Changes in the tax rate were primarily driven by the write-off of our interests in aircraft that are detained in Russia. Our effective tax rate would have been 19.5% if we excluded the impact of the write-off of our Russian fleet.

#### *Net loss/income attributable to common stockholders*

For the year ended December 31, 2022, we reported net loss attributable to common stockholders of \$138.7 million, or net loss of \$1.24 per diluted share, compared to a net income attributable to common stockholders of \$408.2 million, or \$3.57 per diluted share, for the year ended December 31, 2021. Despite the growth of our fleet, our net income attributable to common stockholders and diluted earnings per share decreased due to the impact of the write-off of our Russian fleet.

#### *Adjusted net income before income taxes*

For the year ended December 31, 2022, our adjusted net income before income taxes was \$659.9 million, or \$5.89 per adjusted diluted share, compared to an adjusted net income before income taxes of \$589.7 million, or \$5.15 per adjusted diluted share, for the year ended December 31, 2021. Our adjusted net income before income taxes and adjusted diluted earnings per share before income taxes increased for the year ended December 31, 2022 as compared to 2021, primarily due to the continued growth of our fleet and the increase in revenues as discussed above.

### **Critical Accounting Estimates**

We believe the following critical accounting estimates can have a significant impact on our results of operations, financial position, and financial statement disclosures, and may require subjective and complex estimates and judgments.

#### *Flight equipment*

Flight equipment under operating lease is stated at cost less accumulated depreciation. Purchases, major additions and modifications, and interest on deposits during the construction phase are capitalized. We generally depreciate passenger aircraft on a straight-line basis over a 25-year life from the date of manufacture to a 15% residual value. We generally depreciate freighter aircraft on a straight-line basis over a 35-year life from the date of manufacture to a 15% residual value. Changes in the assumption of useful lives or residual values for aircraft could have a significant impact on our results of operations and financial condition. At the time flight equipment is retired or sold, the cost and accumulated depreciation are removed from the related accounts and the difference, net of proceeds, is recorded as a gain or loss.

Major aircraft improvements and modifications incurred during an off-lease period are capitalized and depreciated over the remaining life of the flight equipment. In addition, costs paid by us for scheduled maintenance and overhauls are capitalized and depreciated over a period to the next scheduled maintenance or overhaul event. Miscellaneous repairs are expensed when incurred.

Our management team evaluates on a quarterly basis the need to perform an impairment test whenever facts or circumstances indicate a potential impairment has occurred. An assessment is performed whenever events or changes in circumstances indicate that the carrying amount of an aircraft may not be recoverable. Recoverability of an aircraft's carrying amount is measured by comparing the carrying amount of the aircraft to future undiscounted net cash flows expected to be generated by the aircraft. The undiscounted cash flows consist of cash flows from currently contracted leases, future projected lease rates, and estimated residual or scrap values for each aircraft. We develop assumptions used in the recoverability analysis based on our knowledge of active lease contracts, current and future expectations of the global demand for a particular aircraft type, potential for alternative use of aircraft and historical experience in the aircraft leasing market and aviation industry, as well as information received from third-party industry sources. The factors considered in estimating the undiscounted cash flows are affected by changes in future periods due to changes in contracted lease rates, economic conditions, technology, and airline demand for a particular aircraft type. In the event that an aircraft does not meet the recoverability test and the aircraft's carrying amount falls below estimated values from third-party industry sources, the aircraft will be recorded at fair value in accordance with our Fair Value Policy, resulting in an impairment charge. Deterioration of future lease rates and the residual values of our aircraft could result in impairment charges which could have a significant impact on our results of operations and financial condition.

We record flight equipment at fair value if we determine the carrying value may not be recoverable. We principally use the income approach to measure the fair value of aircraft. The income approach is based on the present value of cash flows from contractual lease agreements and projected future lease payments, including contingent rentals, net of expenses, which extend to the end of the aircraft's economic life in its highest and best use configuration, as well as a disposition value based on expectations of market participants. These valuations are considered Level 3 valuations, as the valuations contain significant non-observable inputs.

#### **ITEM 7A. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK**

Market risk represents the risk of changes in the value of a financial instrument, caused by fluctuations in interest rates and foreign exchange rates. Changes in these factors could cause fluctuations in our results of operations and cash flows. We are exposed to the market risks described below.

##### **Interest Rate Risk**

The nature of our business exposes us to market risk arising from changes in interest rates. Changes, both increases and decreases, in our cost of borrowing, as reflected in our composite interest rate, directly impact our net income. Lease rates, and therefore our revenue from a lease, are generally fixed over the life of our leases. We have some exposure to changing interest rates as a result of our floating-rate debt, primarily from our Revolving Credit Facility and unsecured bilateral term loans. As of December 31, 2023 and 2022, we had \$3.0 billion and \$1.6 billion, in floating-rate debt outstanding, respectively. Additionally, we have outstanding preferred stock with an aggregate stated amount of \$850.0 million, of which \$250.0 million will begin paying dividends at a floating rate on March 15, 2024 and the remaining \$600.0 million will reset dividends to a new fixed rate based on the then-applicable floating rate after five years from initial issuance and every five years thereafter. If interest rates remain elevated, which we expect for the near term, we would be obligated to make higher interest payments to our lenders, and higher dividend payments to the holders of our preferred stock. If we incur significant fixed-rate debt in the future, increased interest rates prevailing in the market at the time of the incurrence of such debt would also increase our interest expense. If the composite interest rate on our outstanding floating rate debt was to increase by 1.0%, we would expect to incur additional annual interest expense on our existing indebtedness of approximately \$29.6 million and \$16.3 million as of December 31, 2023 and December 31, 2022, respectively, each on an annualized basis, which would put downward pressure on our operating margins.

We also have interest rate risk on our forward lease placements. This is caused by us setting a fixed lease rate in advance of the delivery date of an aircraft. The delivery date is when a majority of the financing for an aircraft is arranged. To partially mitigate the risk of an increasing interest rate environment between the lease signing date and the delivery date of the aircraft, a majority of our forward lease contracts have manufacturer escalation protection and/or interest rate adjusters which would adjust the final lease rate upward or downward based on changes in the consumer price index or certain benchmark interest rates, respectively, at the time of delivery of the aircraft as compared to the lease signing date, subject to an outside limit on such adjustments.

## Foreign Exchange Rate Risk

We attempt to minimize currency and exchange risks by entering into aircraft purchase agreements and a majority of lease agreements and debt agreements with U.S. dollars as the designated payment currency. Thus, most of our revenue and expenses are denominated in U.S. dollars. Approximately 0.3% and 0.2% of our lease revenues were denominated in foreign currency as of December 31, 2023 and 2022, respectively. Approximately 3.5% and 1.6% of our debt obligations were denominated in foreign currency as of December 31, 2023 and December 31, 2022; however, the exposure of such debt has been effectively hedged as described below. As our principal currency is the U.S. dollar, fluctuations in the U.S. dollar as compared to other major currencies should not have a significant impact on our future operating results. However, many of our lessees are exposed to currency risk due to the fact that they earn revenues in their local currencies while a significant portion of their liabilities and expenses are denominated in U.S. dollars, including their lease payments to us, as well as fuel, debt service, and other expenses. For the year ended December 31, 2023, more than 95% of our revenues were derived from customers who have their principal place of business outside the U.S. and most leases designated payment currency is U.S. dollars. The ability of our lessees to make lease payments to us in U.S. dollars may be adversely impacted in the event of an appreciating U.S. dollar.

In December 2019, we issued C\$400.0 million in aggregate principal amount of 2.625% notes due 2024. In November 2023, we issued C\$500.0 million in aggregate principal amount of 5.400% notes due 2028. We effectively hedged our foreign currency exposure on these transactions through cross-currency swaps that convert the borrowing rate to fixed U.S. dollar denominated rates of 2.535% and 5.942%, respectively. See Note 11 of "Notes to Consolidated Financial Statements" under "Item 8. Financial Statements and Supplementary Data" in this Annual Report on Form 10-K for additional details on the fair value of these swaps.

ITEM 8. FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA

Air Lease Corporation  
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## REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Shareholders and Board of Directors  
Air Lease Corporation:

### *Opinion on the Consolidated Financial Statements*

We have audited the accompanying consolidated balance sheets of Air Lease Corporation and subsidiaries (the Company) as of December 31, 2023 and 2022, the related consolidated statements of operations and other comprehensive income/(loss), shareholders' equity, and cash flows for each of the years in the three-year period ended December 31, 2023, and the related notes (collectively, the consolidated financial statements). In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2023 and 2022, and the results of its operations and its cash flows for each of the years in the three-year period ended December 31, 2023, in conformity with U.S. generally accepted accounting principles.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the Company's internal control over financial reporting as of December 31, 2023, based on criteria established in Internal Control – Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission, and our report dated February 15, 2024 expressed an unqualified opinion on the effectiveness of the Company's internal control over financial reporting.

### *Basis for Opinion*

These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the consolidated financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that our audits provide a reasonable basis for our opinion.

### *Critical Audit Matter*

The critical audit matter communicated below is a matter arising from the current period audit of the consolidated financial statements that was communicated or required to be communicated to the audit committee and that: (1) relates to accounts or disclosures that are material to the consolidated financial statements and (2) involved our especially challenging, subjective, or complex judgments. The communication of a critical audit matter does not alter in any way our opinion on the consolidated financial statements, taken as a whole, and we are not, by communicating the critical audit matter below, providing a separate opinion on the critical audit matter or on the accounts or disclosures to which it relates.

#### *Assessment of the carrying value of flight equipment subject to operating leases*

As discussed in Note 1 to the consolidated financial statements, the Company's assessment of the carrying value of flight equipment is performed on an aircraft by aircraft basis and is measured by comparing the carrying amount of the individual aircraft to the future undiscounted cash flows expected to be generated by that aircraft. The future undiscounted cash flows consist of cash flows from currently contracted leases, future projected lease rates, and estimated residual value for each aircraft. The Company develops assumptions used in the recoverability analysis based on the knowledge of active lease contracts, current and future expectations of the global demand for a particular aircraft type, potential for alternative use of aircraft and historical experience in the aircraft leasing market and aviation industry, as well as information received from third-party industry sources.

The net book value of flight equipment subject to operating leases as of December 31, 2023 was \$26.2 billion, which included 437 aircraft.

We identified the assessment of the carrying value of certain flight equipment subject to operating leases as a critical audit matter. Challenging and subjective auditor judgment was required in assessing the future undiscounted cash flows on a certain aircraft. Specifically, key assumptions included future projected leases and residual value. Changes to these key assumptions could have an effect on the Company's impairment analysis.

The following are the primary procedures we performed to address this critical audit matter. We evaluated the design and tested the operating effectiveness of the internal controls related to the Company's impairment assessment of flight equipment, including controls related to the development of cash flows for aircraft. We recalculated the future undiscounted cash flows for certain aircraft using a combination of executed third-party lease contracts, internal data, and other third-party data. We evaluated the Company's cash flows from future projected leases by comparing the cash flows from future projected leases for a specified aircraft type to actual leases currently obtained for that aircraft type. In addition, we involved valuation professionals with specialized skills and knowledge, who assisted in (1) evaluating the residual value of these aircraft used by the Company by comparing to an independently determined value; and (2) evaluating certain future lease rates used by the Company by comparing to available market data and industry knowledge.

/s/ KPMG LLP

We have served as the Company's auditor since 2010.

Irvine, California  
February 15, 2024

## REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Shareholders and Board of Directors  
Air Lease Corporation:

### *Opinion on Internal Control Over Financial Reporting*

We have audited Air Lease Corporation and subsidiaries' (the Company) internal control over financial reporting as of December 31, 2023, based on criteria established in Internal Control – Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission. In our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of December 31, 2023, based on criteria established in Internal Control – Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the consolidated balance sheets of the Company as of December 31, 2023 and 2022, the related consolidated statements of operations and other comprehensive income(loss) shareholders' equity, and cash flows for each of the years in the three-year period ended December 31, 2023, and the related notes (collectively, the consolidated financial statements), and our report dated February 15, 2024 expressed an unqualified opinion on those consolidated financial statements.

### *Basis for Opinion*

The Company's management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting, included in the accompanying Management's Report on Internal Control Over Financial Reporting. Our responsibility is to express an opinion on the Company's internal control over financial reporting based on our audit. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audit also included performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

### *Definition and Limitations of Internal Control Over Financial Reporting*

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.



Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

/s/ KPMG LLP

Irvine, California  
February 15, 2024

**Air Lease Corporation and Subsidiaries**  
**CONSOLIDATED BALANCE SHEETS**

	December 31, 2023	December 31, 2022
	(in thousands, except share and par value amounts)	
<b>Assets</b>		
Cash and cash equivalents	\$ 460,870	\$ 766,418
Restricted cash	3,622	13,599
Flight equipment subject to operating leases	31,787,241	29,466,888
Less accumulated depreciation	( 5,556,033 )	( 4,928,503 )
	26,231,208	24,538,385
Deposits on flight equipment purchases	1,203,068	1,344,973
Other assets	2,553,484	1,733,330
<b>Total assets</b>	<b>\$ 30,452,252</b>	<b>\$ 28,396,705</b>
<b>Liabilities and Shareholders' Equity</b>		
Accrued interest and other payables	\$ 1,164,140	\$ 696,899
Debt financing, net of discounts and issuance costs	19,182,657	18,641,063
Security deposits and maintenance reserves on flight equipment leases	1,519,719	1,293,929
Rentals received in advance	143,861	147,654
Deferred tax liability	1,281,837	970,797
<b>Total liabilities</b>	<b>\$ 23,292,214</b>	<b>\$ 21,750,342</b>
<b>Shareholders' Equity</b>		
Preferred Stock, \$ 0.01 par value; 50,000,000 shares authorized; 10,600,000 (aggregate liquidation preference of \$ 850,000 ) shares issued and outstanding at December 31, 2023 and December 31, 2022, respectively	106	106
Class A common stock, \$ 0.01 par value; 500,000,000 shares authorized; 111,027,252 and 110,892,097 shares issued and outstanding at December 31, 2023 and December 31, 2022, respectively	1,110	1,109
Class B Non-Voting common stock, \$ 0.01 par value; authorized 10,000,000 shares; no shares issued or outstanding	—	—
Paid-in capital	3,287,234	3,255,973
Retained earnings	3,869,813	3,386,820
Accumulated other comprehensive income	1,775	2,355
<b>Total shareholders' equity</b>	<b>\$ 7,160,038</b>	<b>\$ 6,646,363</b>
<b>Total liabilities and shareholders' equity</b>	<b>\$ 30,452,252</b>	<b>\$ 28,396,705</b>

(See Notes to Consolidated Financial Statements)

**Air Lease Corporation and Subsidiaries**

**CONSOLIDATED STATEMENTS OF OPERATIONS AND OTHER COMPREHENSIVE INCOME/(LOSS)**

	Year Ended December 31, 2023	Year Ended December 31, 2022	Year Ended December 31, 2021
(in thousands, except share and per share amounts)			
<b>Revenues</b>			
Rental of flight equipment	\$ 2,477,607	\$ 2,214,508	\$ 2,003,337
Aircraft sales, trading, and other	207,370	102,794	85,052
Total revenues	2,684,977	2,317,302	2,088,389
<b>Expenses</b>			
Interest	654,910	492,924	462,396
Amortization of debt discounts and issuance costs	54,053	53,254	50,620
Interest expense	708,963	546,178	513,016
Depreciation of flight equipment	1,068,772	965,955	882,562
Write-off of Russian fleet, net of (recoveries)	( 67,022 )	771,476	—
Selling, general, and administrative	186,015	156,855	125,279
Stock-based compensation expense	34,615	15,603	26,516
Total expenses	1,931,343	2,456,067	1,547,373
Income/(Loss) before taxes	753,634	( 138,765 )	541,016
Income tax (expense)/benefit	( 139,012 )	41,741	( 104,384 )
Net income/(loss)	\$ 614,622	\$ ( 97,024 )	\$ 436,632
Preferred stock dividends	( 41,700 )	( 41,700 )	( 28,473 )
Net income/(loss) attributable to common stockholders	\$ 572,922	\$ ( 138,724 )	\$ 408,159
<b>Other Comprehensive Income/(Loss):</b>			
Foreign currency translation adjustment	( 20,197 )	21,943	( 2,419 )
Change in fair value of hedged transactions	19,460	( 16,647 )	( 294 )
Total tax benefit/(expense) on other comprehensive income/loss	157	( 1,133 )	580
<b>Other comprehensive (loss)/income, net of tax</b>	( 580 )	4,163	( 2,133 )
<b>Total comprehensive income/(loss) attributable for common stockholders</b>	\$ 572,342	\$ ( 134,561 )	\$ 406,026
<b>Earnings per share of common stock:</b>			
Basic	\$ 5.16	\$ ( 1.24 )	\$ 3.58
Diluted	\$ 5.14	\$ ( 1.24 )	\$ 3.57
Weighted-average shares of common stock outstanding			
Basic	111,005,088	111,626,508	114,050,578
Diluted	111,438,589	111,626,508	114,446,093
Dividends declared per share of common stock	\$ 0.81	\$ 0.755	\$ 0.665

(See Notes to Consolidated Financial Statements)

**Air Lease Corporation and Subsidiaries**  
**CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY**

	Class A				Class B Non-Voting		Accumulated			
	Preferred Stock		Common Stock		Common Stock		Paid-in Capital	Retained Earnings	Other	Total
	Shares	Amount	Shares	Amount	Shares	Amount			Comprehensive Income/(Loss)	
(in thousands, except share and per share amounts)										
Balance at December 31, 2020							2,793,178	3,277,599		6,072,341
	10,000,000	\$ 100	113,852,896	\$ 1,139	—	\$ —	\$	\$	\$ 325	\$
Issuance of common stock upon vesting of restricted stock units	—	—	451,188	4	—	—	1,437	—	—	1,441
Issuance of preferred stock	600,000	6					591,336	—	—	591,342
Stock-based compensation expense	—	—	—	—	—	—	26,516	—	—	26,516
Common stock repurchased	—	—	( 153,949 )	( 1 )			( 5,780 )	—	—	( 5,781 )
Cash dividends (declared \$ 0.665 per share)	—	—	—	—	—	—	—	( 75,873 )	—	( 75,873 )
Cash dividends (declared on preferred stock)	—	—	—	—	—	—	—	( 28,473 )	—	( 28,473 )
Change in foreign currency translation adjustment and in fair value of hedged transactions, net of tax	—	—	—	—	—	—	—	—	( 2,133 )	( 2,133 )
Tax withholdings on stock-based compensation	—	—	( 162,981 )	( 2 )	—	—	( 7,442 )	—	—	( 7,444 )
Net income	—	—	—	—	—	—	—	436,632	—	436,632
Balance at December 31, 2021							3,399,245	3,609,885		7,008,568
	10,600,000	\$ 106	113,987,154	\$ 1,140	—	\$ —	\$	\$	\$ ( 1,808 )	\$
Issuance of common stock upon vesting of restricted stock units	—	—	537,259	5	—	—	( 3 )	—	—	2
Common stock repurchased	—	—	( 3,420,874 )	( 34 )	—	—	( 149,966 )	—	—	( 150,000 )
Stock-based compensation expense	—	—	—	—			15,603	—	—	15,603
Cash dividends (declared \$ 0.755 per share)	—	—	—	—	—	—	—	( 84,341 )	—	( 84,341 )
Cash dividends (declared on preferred stock)	—	—	—	—	—	—	—	( 41,700 )	—	( 41,700 )
Change in foreign currency translation adjustment and in fair value of hedged transactions, net of tax	—	—	—	—	—	—	—	—	4,163	4,163
Tax withholdings on stock based-compensation	—	—	( 211,442 )	( 2 )	—	—	( 8,906 )	—	—	( 8,908 )
Net loss	—	—	—	—	—	—	—	( 97,024 )	—	( 97,024 )
Balance at December 31, 2022							3,255,973	3,386,820		6,646,363
	10,600,000	\$ 106	110,892,097	\$ 1,109	—	\$ —	\$	\$	\$ 2,355	\$
Issuance of common stock upon vesting of restricted stock units	—	—	213,399	2	—	—	—	—	—	2
Stock-based compensation expense	—	—	—	—	—	—	34,615	—	—	34,615
Cash dividends (declared \$ 0.81 per share)	—	—	—	—	—	—	—	( 89,929 )	—	( 89,929 )
Cash dividends (declared on preferred stock)	—	—	—	—	—	—	—	( 41,700 )	—	( 41,700 )
Change in foreign currency translation adjustment and in fair value of hedged transactions, net of tax	—	—	—	—	—	—	—	—	( 580 )	( 580 )
Tax withholdings on stock based-compensation	—	—	( 78,244 )	( 1 )	—	—	( 3,354 )	—	—	( 3,355 )
Net income	—	—	—	—	—	—	—	614,622	—	614,622
Balance at December 31, 2023							3,287,234	3,869,813		7,160,038
	10,600,000	\$ 106	111,027,252	\$ 1,110	—	—	\$	\$	\$ 1,775	\$

(See Notes to Consolidated Financial Statements)

**Air Lease Corporation and Subsidiaries**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**

	Year Ended December 31, 2023	Year Ended December 31, 2022	Year Ended December 31, 2021
	(in thousands)		
<b>Operating Activities</b>			
Net income/(loss)	\$ 614,622	\$ ( 97,024 )	\$ 436,632
Adjustments to reconcile net income/(loss) to net cash provided by operating activities:			
Depreciation of flight equipment	1,068,772	965,955	882,562
Write-off of Russian fleet, net of (recoveries)	( 67,022 )	771,476	—
Stock-based compensation expense	34,615	15,603	26,516
Deferred taxes	133,358	( 43,492 )	97,446
Amortization of prepaid lease costs	75,389	47,849	46,547
Amortization of discounts and debt issuance costs	54,053	53,254	50,620
Gain on aircraft sales, trading and other activity	( 226,945 )	( 113,103 )	( 46,109 )
Changes in operating assets and liabilities:			
Other assets	48,310	( 232,613 )	( 176,391 )
Accrued interest and other payables	13,333	255	63,112
Rentals received in advance	( 1,605 )	13,990	( 4,099 )
Net cash provided by operating activities	1,746,880	1,382,150	1,376,836
<b>Investing Activities</b>			
Acquisition of flight equipment under operating lease	( 3,789,113 )	( 2,904,723 )	( 2,506,175 )
Payments for deposits on flight equipment purchases	( 433,452 )	( 518,270 )	( 496,838 )
Proceeds from aircraft sales, trading and other activity	1,684,814	235,424	137,887
Proceeds from settlement of insurance claim	64,714	—	—
Acquisition of aircraft furnishings, equipment and other assets	( 305,346 )	( 216,635 )	( 229,654 )
Net cash used in investing activities	( 2,778,383 )	( 3,404,204 )	( 3,094,780 )
<b>Financing Activities</b>			
Issuance of common stock upon exercise of options	—	—	1,438
Net proceeds from preferred stock issuance	—	—	591,340
Cash dividends paid on Class A common stock	( 88,792 )	( 83,253 )	( 73,001 )
Common shares repurchased	—	( 150,000 )	( 5,780 )
Cash dividends paid on preferred stock	( 41,700 )	( 41,700 )	( 28,473 )
Tax withholdings on stock-based compensation	( 3,354 )	( 8,903 )	( 7,441 )
Net change in unsecured revolving facility	80,000	1,020,000	—
Proceeds from debt financings	2,993,732	2,659,996	3,655,830
Payments in reduction of debt financings	( 2,593,338 )	( 2,085,898 )	( 3,194,482 )
Debt issuance costs	( 13,052 )	( 6,827 )	( 10,245 )
Security deposits and maintenance reserve receipts	398,345	417,224	174,521
Security deposits and maintenance reserve disbursements	( 15,863 )	( 26,860 )	( 35,238 )
Net cash provided by financing activities	715,978	1,693,779	1,068,469
Net (decrease)/increase in cash	( 315,525 )	( 328,275 )	( 649,475 )
Cash, cash equivalents and restricted cash at beginning of period	780,017	1,108,292	1,757,767
Cash, cash equivalents and restricted cash at end of period	\$ 464,492	\$ 780,017	\$ 1,108,292



**Air Lease Corporation and Subsidiaries**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS (CONTINUED)**

	Year Ended December 31, 2023	Year Ended December 31, 2022	Year Ended December 31, 2021
	(in thousands)		
Supplemental Disclosure of Cash Flow Information			
Cash paid during the period for interest, including capitalized interest of \$ 43,093 , \$ 39,655 and \$ 49,070 at December 31, 2023, 2022 and 2021, respectively	\$ 693,826	\$ 533,897	\$ 508,616
Cash paid for income taxes	\$ 7,801	\$ 6,362	\$ 5,734
Supplemental Disclosure of Noncash Activities			
Buyer furnished equipment, capitalized interest and deposits on flight equipment purchases applied to acquisition of flight equipment and other assets	\$ 827,377	\$ 914,501	\$ 1,009,554
Flight equipment subject to operating leases reclassified to flight equipment held for sale	\$ 1,730,212	\$ 377,131	\$ 72,297
Flight equipment subject to operating leases reclassified to investment in sales-type lease	\$ 66,907	\$ 255,205	\$ 27,835
Cash dividends declared on Class A common stock, not yet paid	\$ 23,316	\$ 22,178	\$ 21,088

(See Notes to Consolidated Financial Statements)

**Air Lease Corporation and Subsidiaries**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**Note 1. Summary of Significant Accounting Policies**

*Organization*

Air Lease Corporation (the "Company", "ALC", "we", "our" or "us") is a leading aircraft leasing company that was founded by aircraft leasing industry pioneer, Steven F. Udvar-Házy. The Company is principally engaged in purchasing the most modern, fuel-efficient, new technology commercial jet aircraft directly from aircraft manufacturers, such as The Boeing Company ("Boeing") and Airbus S.A.S. ("Airbus"). The Company leases these aircraft to airlines throughout the world with the intention to generate attractive returns on equity. As of December 31, 2023, the Company owned 463 aircraft, managed 78 aircraft and had 334 aircraft on order with aircraft manufacturers. In addition to its leasing activities, the Company sells aircraft from its fleet to third parties, including other leasing companies, financial services companies, airlines and other investors. The Company also provides fleet management services to investors and owners of aircraft portfolios for a management fee.

*Principles of consolidation*

The Company consolidates financial statements of all entities in which the Company has a controlling financial interest, including the accounts of any Variable Interest Entity in which the Company has a controlling financial interest and for which it is the primary beneficiary. All material intercompany balances are eliminated in consolidation.

*Rental of flight equipment*

The Company leases flight equipment principally under operating leases and reports rental income ratably over the life of each lease. Rentals received, but unearned, under the lease agreements are recorded in Rentals received in advance on the Company's Consolidated Balance Sheets until earned. The difference between the rental income recorded and the cash received under the provisions of the lease is included in Lease receivables, as a component of Other assets on the Company's Consolidated Balance Sheets. An allowance for doubtful accounts will be recognized for past-due rentals based on management's assessment of collectability. Management monitors all lessees with past due lease payments and discuss relevant operational and financial issues facing those lessees in order to determine an appropriate allowance for doubtful accounts. In addition, if collection is not reasonably assured, the Company will not recognize rental income for amounts due under the Company's lease contracts and will recognize revenue for such lessees on a cash basis.

All of the Company's lease agreements are triple net leases whereby the lessee is responsible for all taxes, insurance, and aircraft maintenance. In the future, we may incur repair and maintenance expenses for off-lease aircraft. We recognize repair and maintenance expense in our Consolidated Statements of Operations for all such expenditures. In many operating lease contracts, the lessee is obligated to make periodic payments, which are calculated with reference to the utilization of the airframe, engines, and other major life-limited components during the lease. In these leases, we will make a payment to the lessee to compensate the lessee for the cost of the Qualifying Event incurred, up to the maximum of the amount of Maintenance Reserves payment made by the lessee during the lease term, net of previous reimbursements. These payments are made upon the lessee's presentation of invoices evidencing the completion of such Qualifying Event. The Company records the portion of Maintenance Reserves that is virtually certain will not be reimbursed to the lessee as Rental of flight equipment revenue. Maintenance Reserves payments which we may be required to reimburse to the lessee are reflected in our overhaul reserve liability, as a component of Security deposits and overhaul reserves on flight equipment leases in our Consolidated Balance Sheets.

Any Maintenance Reserves or end of lease payments collected that were not reimbursed to the lessee during the term of the lease for a Qualifying Event are recognized as rental revenues at the end of the lease. Leases that contain provisions which require us to pay a portion of a lessee's major maintenance based on the usage of the aircraft and major life-limited components that were incurred prior to the current lease are recorded as lease incentives based on estimated payments we expect to pay the lessee. These lease incentives are amortized as a reduction of rental revenues over the term of the lease.

Lessee-specific modifications are capitalized as initial direct costs and amortized over the term of the lease as a reduction to rental revenue in our Consolidated Statements of Operations.



Our performance obligation associated with the sale of flight equipment is satisfied upon delivery of the flight equipment to a customer, which is the point in time where control of the underlying flight equipment has transferred to the buyer. Revenue is recognized when the performance obligation is satisfied and control of the aircraft related to the performance obligation is transferred to the purchaser. At the time flight equipment is retired or sold, the cost and accumulated depreciation are removed from the related accounts and the difference, net of transaction price, is recorded as a gain or loss.

*Net investment in finance or sales-type lease*

A net investment in sales-type lease is recognized if a lease meets specific criteria under Accounting Standards Codification ("ASC") 842 at its inception. Upon commencement of the lease, the book value of the leased asset is de-recognized and a net investment in sales-type lease is recognized within Other assets in our Consolidated Balance Sheets based on the present value of fixed payments under the contract and the residual value of the underlying asset, discounted at the rate implicit in the lease. We recognize the difference between the book value of the aircraft and the net investment in the lease in Aircraft sales, trading, and other in our Consolidated Statement of Operations. Interest income on our net investment in sales-type leases is recognized over the lease term in a manner that produces a constant rate of return on the net investment in the lease.

*Initial direct costs*

The Company records as period costs those internal and other costs incurred in connection with identifying, negotiating, and delivering aircraft to the Company's lessees. Amounts paid by us to lessees and/or other parties in connection with originating lease transactions are capitalized as lease incentives and are amortized over the lease term. Additionally, regarding the extension of leases that contain maintenance reserve provisions, the Company considers maintenance reserves that were previously recorded as revenue and no longer meet the virtual certainty criteria as a function of the extended lease term as lease incentives and capitalizes such reserves. The amortization of lease incentives are recorded as a reduction of lease revenue in the Consolidated Statements of Operations.

*Cash, cash equivalents and restricted cash*

The Company considers cash and cash equivalents to be cash on hand and highly liquid investments with original maturity dates of 90 days or less. Restricted cash consists of pledged security deposits, maintenance reserves, and rental payments related to secured aircraft financing arrangements.

The following table reconciles cash, cash equivalents and restricted cash reported in the Company's Consolidated Balance Sheets to the total amount presented in our consolidated statement of cash flows (in thousands):

	December 31, 2023	December 31, 2022
Cash and cash equivalents	\$ 460,870	\$ 766,418
Restricted cash	3,622	13,599
Total cash, cash equivalents and restricted cash in the consolidated statements of cash flows	<u>\$ 464,492</u>	<u>\$ 780,017</u>

*Flight equipment*

Flight equipment under operating lease is stated at cost less accumulated depreciation. Purchases, major additions and modifications, and interest on deposits during the construction phase are capitalized. The Company generally depreciates passenger aircraft on a straight-line basis over a 25-year life from the date of manufacture to a 15 % residual value. The Company generally depreciates freighter aircraft on a straight-line basis over a 35-year life from the date of manufacture to a 15 % residual value. Changes in the assumption of useful lives or residual values for aircraft could have a significant impact on the Company's results of operations and financial condition.

Major aircraft improvements and modifications incurred during an off-lease period are capitalized and depreciated over the lesser of the remaining life of the flight equipment or the aircraft improvement. In addition, costs paid by us for scheduled

maintenance and overhauls are capitalized and depreciated over a period to the next scheduled maintenance or overhaul event. Miscellaneous repairs are expensed when incurred.

The Company's management evaluates on a quarterly basis the need to perform an impairment test whenever facts or circumstances indicate a potential impairment has occurred. An assessment is performed whenever events or changes in circumstances indicate that the carrying amount of an aircraft may not be recoverable. Recoverability of an aircraft's carrying amount is measured by comparing the carrying amount of the aircraft to future undiscounted net cash flows expected to be generated by the aircraft. The undiscounted cash flows consist of cash flows from currently contracted leases, future projected lease rates, and estimated residual or scrap values for each aircraft. We develop assumptions used in the recoverability analysis based on our knowledge of active lease contracts, current and future expectations of the global demand for a particular aircraft type, potential for alternative use of aircraft and historical experience in the aircraft leasing market and aviation industry, as well as information received from third-party industry sources. The factors considered in estimating the undiscounted cash flows are affected by changes in future periods due to changes in contracted lease rates, economic conditions, technology, and airline demand for a particular aircraft type. In the event that an aircraft does not meet the recoverability test and the aircraft's carrying amount falls below estimated values from third-party industry sources, the aircraft will be recorded at fair value in accordance with the Company's Fair Value Policy, resulting in an impairment charge. Our Fair Value Policy is described below under "Fair Value Measurements".

#### *Maintenance Rights*

The Company identifies, measures, and accounts for maintenance right assets and liabilities associated with its acquisitions of aircraft with in-place leases. A maintenance right asset represents the fair value of the Company's contractual right under a lease to receive an aircraft in an improved maintenance condition as compared to the maintenance condition on the acquisition date. A maintenance right liability represents the Company's obligation to pay the lessee for the difference between the lease end contractual maintenance condition of the aircraft and the actual maintenance condition of the aircraft on the acquisition date.

The Company's aircraft are typically subject to triple-net leases pursuant to which the lessee is responsible for maintenance, which is accomplished through one of two types of provisions in its leases: (i) end of lease return conditions ("EOL Leases") or (ii) periodic maintenance payments ("MR Leases").

#### *(i) EOL Leases*

Under EOL Leases, the lessee is obligated to comply with certain return conditions which require the lessee to perform maintenance on the aircraft or make cash compensation payments at the end of the lease to bring the aircraft into a specified maintenance condition.

Maintenance right assets in EOL Leases represent the difference in value between the contractual right to receive an aircraft in an improved maintenance condition as compared to the maintenance condition on the acquisition date. Maintenance right liabilities exist in EOL Leases if, on the acquisition date, the maintenance condition of the aircraft is greater than the contractual return condition in the lease and the Company is required to pay the lessee in cash for the improved maintenance condition. Maintenance right assets are recorded as a component of Flight equipment subject to operating leases on the Consolidated Balance Sheets.

When the Company has recorded maintenance right assets with respect to EOL Leases, the following accounting scenarios exist: (i) the aircraft is returned at lease expiry in the contractually specified maintenance condition without any cash payment to the Company by the lessee, the maintenance right asset is relieved, and an aircraft improvement is recorded to the extent the improvement is substantiated and deemed to meet the Company's capitalization policy; (ii) the lessee pays the Company cash compensation at lease expiry in excess of the value of the maintenance right asset, the maintenance right asset is relieved, and any excess is recognized as end of lease income; or (iii) the lessee pays the Company cash compensation at lease expiry that is less than the value of the maintenance right asset, the cash is applied to the maintenance right asset, and the balance of such asset is relieved and recorded as an aircraft improvement to the extent the improvement is substantiated and meets the Company's capitalization policy. Any aircraft improvement will be depreciated over a period to the next scheduled maintenance event in accordance with the Company's policy with respect to major maintenance and included in Depreciation of flight equipment on the Company's Consolidated Statements of Operations.

When the Company has recorded maintenance right liabilities with respect to EOL Leases, the following accounting scenarios exist: (i) the aircraft is returned at lease expiry in the contractually specified maintenance condition without any cash payment by the

Company to the lessee, the maintenance right liability is relieved, and end of lease income is recognized; (ii) the Company pays the lessee cash compensation at lease expiry of less than the value of the maintenance right liability, the maintenance right liability is relieved, and any difference is recognized as end of lease income; or (iii) the Company pays the lessee cash compensation at lease expiry in excess of the value of the maintenance right liability, the maintenance right liability is relieved, and the excess amount is recorded as an aircraft improvement to the extent that it meets our capitalization policy.

*(ii) MR Leases*

Under MR Leases, the lessee is required to make periodic payments to us for maintenance based upon planned usage of the aircraft. When a Qualifying Event occurs during the lease term, the Company is required to reimburse the lessee for the costs associated with such an event. At the end of lease, the Company is entitled to retain any cash receipts in excess of the required reimbursements to the lessee.

Maintenance right assets in MR Leases represent the right to receive an aircraft in an improved condition relative to the actual condition on the acquisition date. The aircraft is improved by the performance of a Qualifying Event paid for by the lessee who is reimbursed by the Company from the periodic maintenance payments that it receives. Maintenance right assets are recorded as a component of Flight equipment subject to operating leases on the Consolidated Balance Sheets.

When the Company has recorded maintenance right assets with respect to MR Leases, the following accounting scenarios exist: (i) the aircraft is returned at lease expiry and no Qualifying Event has been performed by the lessee since the acquisition date, the maintenance right asset is offset by the amount of the associated maintenance payment liability, and any excess is recorded as end of lease income; or (ii) the Company has reimbursed the lessee for the performance of a Qualifying Event, the maintenance right asset is relieved, and an aircraft improvement is recorded to the extent that it meets our capitalization policy.

As of December 31, 2023 and 2022, there were no maintenance right liabilities for MR Leases.

When flight equipment is sold, maintenance rights are included in the calculation of the disposition gain or loss.

For the year ended December 31, 2023, the Company did not purchase any aircraft in the secondary market. For the year ended December 31, 2022, the Company purchased one aircraft in the secondary market, which was not subject to an existing lease. As of December 31, 2023 and 2022, the Company had maintenance right assets of \$ 14.7 million and \$ 16.5 million, respectively. Maintenance right assets are included under Flight equipment subject to operating leases in our Consolidated Balance Sheets.

*Flight equipment held for sale*

Management evaluates all contemplated aircraft sale transactions to determine whether all the required criteria have been met under Generally Accepted Accounting Principles ("GAAP") to classify aircraft as flight equipment held for sale. Management uses judgment in evaluating these criteria. Due to the significant uncertainties of potential sale transactions, the held for sale criteria generally will not be met unless the aircraft is subject to a signed sale agreement, or management has made a specific determination and obtained appropriate approvals to sell a particular aircraft or group of aircraft. Aircraft classified as flight equipment held for sale are recognized at the lower of their carrying amount or estimated fair value less estimated costs to sell. At the time aircraft are classified as flight equipment held for sale, depreciation expense is no longer recognized. As of December 31, 2023, the Company had 14 aircraft with a carrying value of \$ 605.1 million, which were held for sale and included in Other assets on the Consolidated Balance Sheets. As of December 31, 2022, the Company had four aircraft with a carrying value of \$ 153.5 million, which were held for sale and included in Flight equipment subject to operating leases on the Consolidated Balance Sheets.

*Capitalized interest*

The Company may borrow funds to finance deposits on new flight equipment purchases. The Company capitalizes interest expense on such borrowings. The capitalized amount is calculated using our composite borrowing rate and is recorded as an increase to the cost of the flight equipment on our Consolidated Balance Sheets at the time of purchase.

#### *Fair value measurements*

Fair value is the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Company measures the fair value of certain assets on a non-recurring basis, principally our flight equipment, when GAAP requires the application of fair value, including events or changes in circumstances that indicate that the carrying amounts of assets may not be recoverable.

The Company records flight equipment at fair value when we determine the carrying value may not be recoverable. The Company principally uses the income approach to measure the fair value of flight equipment. The income approach is based on the present value of cash flows from contractual lease agreements and projected future lease payments, including contingent rentals, net of expenses, which extend to the end of the aircraft's economic life in its highest and best use configuration, as well as a disposition value based on expectations of market participants. These valuations are considered Level 3 valuations, as the valuations contain significant non-observable inputs.

#### *Income taxes*

The Company uses the asset and liability method of accounting for income taxes. Under the asset and liability method, deferred income taxes are recognized for the tax consequences of "temporary differences" by applying enacted statutory tax rates applicable to future years to differences between the financial statement carrying amounts and the tax basis of existing assets and liabilities. The effect on deferred taxes of a change in the tax rates is recognized in income in the period that includes the enactment date. The Company records a valuation allowance for deferred tax assets when the probability of realization of the full value of the asset is less than 50%. The Company recognizes the impact of a tax position, if that position is more than 50% likely to be sustained on audit, based on the technical merits of the position. Recognized income tax positions are measured at the largest amount that is greater than 50% likely to be realized. Changes in recognition or measurement are reflected in the period in which the change in judgment occurs.

#### *Deferred costs*

The Company incurs debt issuance costs in connection with debt financings. Those costs are deferred and amortized over the life of the specific loan using the effective interest method and charged to interest expense. The Company also incurs costs in connection with equity offerings. Such costs are deferred until the equity offering is completed and either netted against the equity raised, or expensed if the equity offering is abandoned.

#### *Aircraft under management*

The Company manages aircraft across two management platforms: (i) the Blackbird investment funds and (ii) the Thunderbolt platform as of December 31, 2023.

The Company manages aircraft on behalf of two investment funds, Blackbird Capital I, LLC ("Blackbird I") and Blackbird Capital II, LLC ("Blackbird II"). The Company owns non-controlling interests in each fund representing 9.5 % of the equity of each fund. These investments are accounted for using the equity method of accounting due to the Company's level of influence and involvement. The investments are recorded at the amount invested net of the Company's 9.5 % share of net income or loss, less any distributions or return of capital received from the entities.

Also, the Company manages aircraft that it has sold through its Thunderbolt platform. The Company's Thunderbolt platform facilitates the sale of mid-life aircraft to investors while allowing the Company to continue the management of these aircraft for a fee. In connection with the sale of aircraft portfolios through the Company's Thunderbolt platform, the Company has non-controlling interests of approximately 5.0 % in two entities. These investments are accounted for using the cost method of accounting and are recorded at the amount invested less any return of capital received from the respective entity.

#### *Stock-based compensation*

Stock-based compensation cost is measured at the grant date based on the fair value of the award. Stock-based compensation expense is recognized over the requisite service periods of the awards on a straight-line basis.

### Use of estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

### Recently issued accounting pronouncements

In December 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standard Update ("ASU") 2023-09 Income Taxes (Topic 740) Improvements to Income Tax Disclosures ("ASU 2023-09"). ASU 2023-09 requires disaggregated information about a reporting entity's effective tax rate reconciliation as well as information on income taxes paid. The new requirements will be effective for annual periods beginning after December 15, 2025. The guidance will be applied on a prospective basis with the option to apply the standard retrospectively. The Company is still evaluating the impact of ASU 2023-09 and does not expect the application of this guidance to have a material impact on its consolidated financial statements.

## Note 2. Debt Financing

The Company's consolidated debt as of December 31, 2023 and 2022 is summarized below:

	December 31, 2023	December 31, 2022
	(in thousands)	
<b>Unsecured</b>		
Senior unsecured securities	\$ 16,329,605	\$ 17,095,116
Term financings	1,628,400	582,950
Revolving credit facility	1,100,000	1,020,000
Total unsecured debt financing	19,058,005	18,698,066
<b>Secured</b>		
Export credit financing	204,984	11,646
Term financings	100,471	113,717
Total secured debt financing	305,455	125,363
Total debt financing	19,363,460	18,823,429
Less: Debt discounts and issuance costs	( 180,803 )	( 182,366 )
<b>Debt financing, net of discounts and issuance costs</b>	<b>\$ 19,182,657</b>	<b>\$ 18,641,063</b>

At December 31, 2023, management of the Company believes it is in compliance in all material respects with the covenants in its debt agreements, including minimum consolidated shareholders' equity, minimum consolidated unencumbered assets, and an interest coverage ratio test.

### Senior unsecured securities (including Medium-Term Note Program)

As of December 31, 2023, the Company had \$ 16.3 billion in senior unsecured securities outstanding. As of December 31, 2022, the Company had \$ 17.1 billion in senior unsecured securities outstanding.

**Public unsecured notes.** As of December 31, 2023, the Company had \$ 15.7 billion in aggregate principal amount of senior unsecured notes, all of which have been issued in SEC-registered issuances and with remaining terms ranging from one month to 8.04 years and bearing interest at fixed rates ranging from 0.70 % to 5.94 %. As of December 31, 2022, the Company had \$ 17.1 billion in aggregate principal amount of senior unsecured notes outstanding bearing interest at fixed rates ranging from 0.70 % to 5.85 %.

During the year ended December 31, 2023, the Company issued \$ 700.0 million in aggregate principal amount of 5.30 % Medium-Term Notes due 2028 and issued Canadian dollar ("C\$") denominated debt of C\$ 500.0 million in aggregate principal amount of 5.40 % Medium-Term Notes due 2028. The Company effectively hedged the C\$ notes foreign currency exposure on this transaction through a cross-currency swap that converts the borrowing rate to a fixed 5.942 % U.S. dollar denominated rate. The swap has been

designated as a cash flow hedge with changes in the fair value of the derivative recognized in other comprehensive loss/income. See Note 11. "Fair Value Measurements" for additional details on the fair value of the swap.

Subsequently, in January 2024, the Company issued \$ 500.0 million in aggregate principal amount of 5.10 % Medium-Term Notes due 2029.

*Private placement securities.* During the year ended December 31, 2023, the Company, through a trust, issued \$ 600.0 million in aggregate principal amount of 5.85 % trust certificates due 2028 in a Sukuk financing. If the Company fails to meet its obligations under the Sukuk financing, the sole rights of each of the holders of the trust certificates will be against the Company to perform its obligations under the arrangements to which it is a party.

#### *Syndicated unsecured revolving credit facility*

As of December 31, 2023 and December 31, 2022, the Company had \$ 1.1 billion and \$ 1.0 billion, respectively, outstanding under its unsecured revolving credit facility (the "Revolving Credit Facility"). Borrowings under the Revolving Credit Facility are used to finance the Company's working capital needs in the ordinary course of business and for other general corporate purposes.

In 2023, the Company amended and extended its Revolving Credit Facility through an amendment that, among other things, extended the final maturity date from May 5, 2026 to May 5, 2027 and amended the total revolving commitments thereunder to approximately \$ 7.2 billion. The amended Revolving Credit Facility also decreased the SOFR credit spread adjustment applicable to borrowings for all interest periods. In October and December 2023, the Company entered into two new lender supplements, which increased the aggregate facility capacity by \$ 275.0 million. As of December 31, 2023, borrowings under the Revolving Credit Facility accrue interest at Adjusted Term SOFR (as defined in the Revolving Credit Facility) plus a margin of 1.05 % per year. The Company is required to pay a facility fee of 0.20 % per year in respect of total commitments under the Revolving Credit Facility. Interest rate and facility fees are subject to changes in the Company's credit ratings.

As of February 15, 2024, total commitments under our Revolving Credit Facility was \$ 7.4 billion. Lenders held revolving commitments of approximately \$ 7.1 billion that mature on May 5, 2027, commitments totaling \$ 320.0 million that mature on May 5, 2026 and commitments totaling \$ 32.5 million that mature on May 5, 2025.

#### *Unsecured term financings*

In 2023, the Company entered into a \$ 750.0 million unsecured term loan that bears interest at a floating rate of Term SOFR plus a credit spread adjustment of 0.10 % plus 1.4 % and has a final maturity on November 24, 2026. The term loan contains customary covenants and events of default consistent with the Revolving Credit Facility.

In addition, during the year ended December 31, 2023, the Company entered into \$ 250.0 million in aggregate unsecured term financings with one-year maturities bearing interest at a floating rate of one-month SOFR plus a credit spread adjustment of 0.10 % plus 1.25 %.

As of December 31, 2023 and December 31, 2022, the outstanding balance on the Company's other unsecured term financings was \$ 1.6 billion and \$ 583.0 million, respectively.

#### *Secured debt financings*

In June 2023 and August 2023, the Company issued \$ 112.2 million in secured notes due 2034 and \$ 101.7 million in secured notes due 2035, respectively, both of which are amortized over the term of the notes and are guaranteed by United Kingdom Export Finance ("UKEF"), the UK government's export credit agency. Each tranche of the notes bears interest at a floating rate of three-month SOFR plus 0.42 %. The Company pledged two aircraft as collateral in connection with these transactions.

All of the Company's secured obligations as of December 31, 2023 and 2022 were recourse in nature to the Company. As of December 31, 2023, the Company had an outstanding balance of \$ 305.5 million in secured debt financings and pledged four aircraft as collateral with a net book value of \$ 445.9 million. As of December 31, 2022, the Company had an outstanding balance of \$ 125.4 million in secured debt financings and pledged three aircraft as collateral with a net book value of \$ 212.1 million.

Maturities of debt outstanding as of December 31, 2023 are as follows:

	(in thousands)	
Years ending December 31,		
2024	\$	3,208,528
2025		2,422,621
2026		4,426,425
2027		3,824,847
2028		2,700,336
Thereafter		2,780,703
Total	\$	19,363,460

### Note 3. Interest Expense

The following table shows the components of interest for the years ended December 31, 2023, 2022 and 2021:

	Year Ended December 31, 2023	Year Ended December 31, 2022	Year Ended December 31, 2021
	(in thousands)		
Interest on borrowings	\$ 698,003	\$ 532,579	\$ 511,466
Less capitalized interest	( 43,093 )	( 39,655 )	( 49,070 )
Interest	654,910	492,924	462,396
Amortization of discounts and deferred debt issue costs	54,053	53,254	50,620
Interest expense	\$ 708,963	\$ 546,178	\$ 513,016

### Note 4. Flight equipment subject to operating lease

The following table summarizes the activities for the Company's flight equipment subject to operating lease for the year ended December 31, 2023:

	(in thousands)
Net book value as of December 31, 2022	\$ 24,538,385
Purchase of aircraft	4,657,133
Depreciation	( 1,068,772 )
Sale of aircraft	( 1,290,434 )
Flight equipment held for sale	( 605,104 )
Net book value as of December 31, 2023	\$ 26,231,208
Accumulated depreciation as of December 31, 2023	( 5,556,033 )

*Update on Write-off of Russian fleet*

In response to the sanctions against certain industry sectors and parties in Russia, in March 2022, the Company terminated all of its leasing activities in Russia, including eight aircraft from its managed fleet. While the Company or the respective managed platform maintains title to the aircraft, the Company determined that it is unlikely it or they will regain possession of the aircraft detained in Russia. As such, during the three months ended March 31, 2022, the Company recognized a loss from asset write-offs of its interests in owned aircraft detained in Russia, totaling approximately \$ 791.0 million. In October 2022, one Boeing 737-8 MAX aircraft previously detained in Russia was returned to the Company. At this time, the Company does not anticipate the return of any other aircraft detained in Russia.

On December 21, 2023, the Company received cash insurance settlement proceeds in settlement of its insurance claims under JSC Siberia Airline's ("S7", a Russian airline) insurance policies in respect of three A320-200 and one A321-200 aircraft in the Company's owned fleet on lease to S7 at the time of Russia's invasion of Ukraine in February 2022. The Company also had five A321-200neo aircraft previously on lease to S7 that were not included in the insurance settlement. During the three months ended December 31, 2023, the Company recognized a net benefit of approximately \$ 64.7 million received from a partial settlement of insurance claims under S7 insurance policies related to four aircraft in our owned fleet.

The Company is in ongoing settlement discussions regarding aircraft previously leased to Russian airlines. However, it is uncertain whether any of these discussions will result in any settlement or receipt of settlement proceeds and, if so, in what amount.

As previously disclosed in the Company's filings with the U.S. Securities and Exchange Commission, in June 2022, the Company and certain of its subsidiaries submitted insurance claims to the insurers on its aviation insurance policies to recover losses relating to aircraft detained in Russia for which the Company recorded a net write-off of its interests in its owned and managed aircraft totaling approximately \$ 771.5 million for the year ended December 31, 2022. In December 2022, the Company filed suit in the Los Angeles County Superior Court of the State of California against its aviation insurance carriers in connection with its previously submitted insurance claims. The receipt of these insurance settlement proceeds serve to mitigate, in part, the Company's losses under its aviation insurance policies. The Company continues to have significant claims against its aviation insurance carriers and will continue to vigorously pursue all available insurance claims and its related insurance litigation, and all rights and remedies therein. Collection, timing and amounts of any future insurance and related recoveries and the outcome of the Company's ongoing insurance litigation remain uncertain at this time.

As of February 15, 2024, 16 aircraft previously included in the Company's owned fleet are still detained in Russia. The operators of these aircraft have continued to fly most of the aircraft notwithstanding the termination of leasing activities and the Company's ongoing demands for the return of its assets.

**Note 5. Shareholders' Equity**

The Company authorized for issuance up to 500,000,000 shares of Class A common stock, \$ 0.01 par value at December 31, 2023 and December 31, 2022. As of December 31, 2023 and December 31, 2022, the Company had 111,027,252 and 110,892,097 Class A common shares issued and outstanding, respectively. The Company authorized for issuance up to 10,000,000 shares of Class B common stock, \$ 0.01 par value at December 31, 2023 and December 31, 2022. The Company did not have any shares of Class B non-voting common stock, \$ 0.01 par value, issued or outstanding as of December 31, 2023 or December 31, 2022.

During the year ended December 31, 2022, the Company repurchased 3,420,874 shares of its Class A common stock under its previously announced stock repurchase program at an average purchase price of \$ 43.85 per share. Such repurchases completed the repurchase of the entire \$ 150.0 million authorized under the Company's stock repurchase program. The Company completed the share repurchase program in April 2022.



The Company authorized for issuance up to 50,000,000 shares of preferred stock, \$ 0.01 par value, at December 31, 2023 and December 31, 2022. As of December 31, 2023 and December 31, 2022, the Company had 10.0 million shares of 6.15 % Fixed-to-Floating Non-Cumulative Perpetual Preferred Stock, Series A (the "Series A Preferred Stock"), \$ 0.01 par value, issued and outstanding with an aggregate liquidation preference of \$ 250.0 million (\$ 25.00 per share), 300,000 shares of 4.65 % Fixed-Rate Reset Non-Cumulative Perpetual Preferred Stock, Series B (the "Series B Preferred Stock"), \$ 0.01 par value, issued and outstanding with an aggregate liquidation preference of \$ 300.0 million (\$ 1,000 per share) and 300,000 shares of 4.125 % Fixed-Rate Reset Non-Cumulative Perpetual Preferred Stock, Series C (the "Series C Preferred Stock"), \$ 0.01 par value, issued and outstanding with an aggregate liquidation preference of \$ 300.0 million (\$ 1,000 per share).

The following table summarizes the Company's preferred stock issued and outstanding as of December 31, 2023 and 2022 (in thousands, except for share amounts and percentages):

	Shares Issued and Outstanding as of December 31, 2023 and 2022	Liquidation Preference as of December 31, 2023 and 2022 <sup>(2)</sup>	Issue Date	Dividend Rate in Effect at December 31, 2023 and 2022 <sup>(3)</sup>	Next dividend rate reset date	Dividend rate after reset date
Series A	10,000,000	\$ 250,000	March 5, 2019	6.150 %	March 15, 2024	3M Term SOFR <sup>(1)</sup> plus 3.65 %
Series B	300,000	300,000	March 2, 2021	4.650 %	June 15, 2026	5 Yr U.S. Treasury plus 4.076 %
Series C	300,000	300,000	October 13, 2021	4.125 %	December 15, 2026	5 Yr U.S. Treasury plus 3.149 %
Total	10,600,000	\$ 850,000				

(1) 3M Term SOFR includes a credit spread adjustment of 0.10 %.

(2) The Series A Preferred Stock has a redemption price of \$ 25.00 per share, plus any declared and unpaid dividends to, but excluding, the redemption date without accumulation of any undeclared dividends. The Series B Preferred Stock and Series C Preferred Stock each have a redemption price of \$ 1,000.00 per share, plus any declared and unpaid dividends to, but excluding, the redemption date without accumulation of any undeclared dividends.

(3) Dividends on preferred stock are discretionary and non-cumulative. When declared, dividends on the Series A Preferred Stock are reset quarterly and payable quarterly in arrears and dividends on the Series B Preferred Stock and Series C Preferred Stock are reset every five years and payable quarterly in arrears.

#### Note 6. Rental Income

At December 31, 2023, minimum future rentals on non-cancellable operating leases of flight equipment in the Company's owned fleet, which have been delivered as of December 31, 2023, are as follows:

	(in thousands)
<b>Years ending December 31,</b>	
2024	\$ 2,406,826
2025	2,277,339
2026	2,028,104
2027	1,811,658
2028	1,633,422
Thereafter	6,225,620
<b>Total</b>	<b>\$ 16,382,969</b>

The Company recorded \$ 167.3 million, and \$ 44.2 million in overhaul revenue based on its lessees' usage of the aircraft for the years ended December 31, 2023 and 2021, respectively. During the year ended December 31, 2022, the Company recorded \$ 96.6 million in overhaul revenue, which includes \$ 68.8 million resulting from the termination of its leasing activities in Russia.

The following table shows the scheduled lease terminations (for the minimum non-cancellable period which does not include contracted unexercised lease extension options) of the Company's owned aircraft, as of December 31, 2023:

Aircraft Type	2024	2025	2026	2027	2028	Thereafter	Total
Airbus A220-100	—	—	—	—	—	2	2
Airbus A220-300	—	—	—	—	—	13	13
Airbus A319-100	—	1	—	—	—	—	1
Airbus A320-200	2	8	3	2	2	11	28
Airbus A320-200neo	—	—	—	4	4	17	25
Airbus A321-200	—	5	9	2	6	1	23
Airbus A321-200neo	—	—	2	7	8	78	95
Airbus A330-200	2	1	2	—	2	6	13
Airbus A330-300	—	3	1	—	—	1	5
Airbus A330-900neo	—	—	1	—	—	22	23
Airbus A350-900	—	—	1	1	1	11	14
Airbus A350-1000	—	—	—	—	—	7	7
Boeing 737-700	1	2	—	—	—	—	3
Boeing 737-800	3	20	21	13	4	12	73
Boeing 737-8 MAX	—	13	—	1	1	37	52
Boeing 737-9 MAX	—	—	—	—	—	29	29
Boeing 777-200ER	—	1	—	—	—	—	1
Boeing 777-300ER	—	2	9	4	6	3	24
Boeing 787-9	—	—	1	2	3	19	25
Boeing 787-10	—	—	—	—	—	6	6
Embraer E190	—	1	—	—	—	—	1
Total	8	57	50	36	37	275	463

## Note 7. Concentration of Risk

### *Geographical and credit risks*

As of December 31, 2023, all of the Company's Rental of flight equipment revenues were generated by leasing flight equipment to foreign and domestic airlines, and the Company leased and managed aircraft to 119 customers whose principal places of business are located in 62 countries as of December 31, 2023 compared to 117 lessees in 62 countries as of December 31, 2022.

Over 95 % of the Company's aircraft are operated internationally. The following table sets forth the regional concentration based on each airline's principal place of business of the Company's flight equipment subject to operating leases based on net book value as of December 31, 2023 and 2022:

Region	December 31, 2023			December 31, 2022		
	Net Book		% of Total	Net Book		% of Total
	Value			Value		
	(in thousands, except percentages)					
Asia Pacific	10,456,435			10,818,250		
	\$	39.8	%	\$	44.1	%
Europe	9,881,024	37.7	%	7,985,317	32.5	%
Central America, South America, and Mexico	2,361,089	9.0	%	1,924,216	7.8	%
The Middle East and Africa	2,062,420	7.9	%	2,253,342	9.3	%
U.S. and Canada	1,470,240	5.6	%	1,557,260	6.3	%
Total <sup>(1)</sup>	26,231,208			24,538,385		
	\$	100.0	%	\$	100.0	%

(1) As of December 31, 2022, we had four aircraft classified as held for sale with a carrying value of \$ 153.5 million included in the table above.

At December 31, 2023 and 2022, the Company owned and managed leased aircraft to customers in the following regions based on each airline's principal place of business:

Region	December 31, 2023			December 31, 2022		
	Number of Customers <sup>(1)</sup>	% of Total		Number of Customers <sup>(1)</sup>	% of Total	
Europe	50	42.0	%	49	41.9	%
Asia Pacific	34	28.6	%	34	29.0	%
The Middle East and Africa	15	12.6	%	14	12.0	%
U.S. and Canada	12	10.1	%	13	11.1	%
Central America, South America and Mexico	8	6.7	%	7	6.0	%
Total	119	100.0	%	117	100.0	%

(1) A customer is an airline with its own operating certificate.

The following table sets forth the dollar amount and percentage of the Company's Rental of flight equipment revenues from its flight equipment subject to operating leases attributable to the indicated regions based on each airline's principal place of business:

Region	Year Ended December 31, 2023			Year Ended December 31, 2022			Year Ended December 31, 2021		
	Amount of Rental Revenue	% of Total		Amount of Rental Revenue	% of Total		Amount of Rental Revenue	% of Total	
(in thousands, except percentages)									
Asia Pacific	1,156,837			1,067,270					
	\$	46.7	%	\$	48.2	%	\$	49.6	%
Europe	769,407	31.1	%	611,091	27.6	%	564,479	28.2	%
The Middle East and Africa	262,554	10.6	%	251,243	11.3	%	210,977	10.5	%
Central America, South America and Mexico	156,275	6.3	%	141,638	6.4	%	104,315	5.2	%
U.S. and Canada	132,534	5.3	%	143,266	6.5	%	130,717	6.5	%
Total	2,477,607			2,214,508			2,003,337		
	\$	100.0	%	\$	100.0	%	\$	100.0	%

For the years ended December 31, 2023, 2022, and 2021, our rental revenues from China were \$ 330.8 million, \$ 360.0 million and \$ 352.4 million, respectively. China was the only individual country that represented at least 10% of our rental revenue based on each airline's principal place of business in each of 2021, 2022 and 2023; however, no individual airline contributed more than 10% to the Company's rental revenue.

#### Currency risk

The Company attempts to minimize currency and exchange risks by entering into aircraft purchase agreements and a majority of lease agreements and debt agreements with U.S. dollars as the designated payment currency.

#### Note 8. Income Tax

The provision for income taxes consists of the following:

	Year Ended December 31,		
	2023	2022	2021
(in thousands)			
Current:			
Federal	\$ —	\$ —	\$ —
State	2,195	113	184
Foreign	3,463	1,750	6,754
Deferred:			
Federal	309,614	( 43,414 )	94,050
State	343	( 190 )	3,396
Foreign	( 176,603 )	—	—
Income tax expense	\$ 139,012	\$ ( 41,741 )	\$ 104,384

Differences between the provision for income taxes and income taxes at the statutory federal income tax rate are as follows:

	Year Ended December 31,					
	2023		2022		2021	
	Amount	Percent	Amount	Percent	Amount	Percent
(in thousands, except percentages)						
Income taxes at statutory federal rate	158,264	21.0	( 29,141	21.0	113,613	21.0
	\$	%	\$ )	%	\$	%
Effect of rates different than statutory	( 18,917 )	( 2.5 )	( 10,728 )	7.7	( 8,067 )	( 1.5 )
Foreign tax credit	( 10,252 )	( 1.4 )	( 8,274 )	6.0	( 15,651 )	( 2.9 )
Section 162(m) limitation	4,349	0.6	3,913	( 2.8 )	3,808	0.7
Foreign income taxes	3,371	0.5	1,750	( 1.3 )	6,754	1.3
State income taxes, net of federal income tax effect and other	2,005	0.2	( 61 )	0.1	2,828	0.5
Other	192	0.1	800	( 0.6 )	1,099	0.2
Income tax (benefit)/expense	139,012	18.5	41,741	30.1	104,384	19.3
	\$	%	\$ )	%	\$	%

As of December 31, 2023 and 2022, the Company's net deferred tax assets (liabilities) are as follows:

	December 31, 2023	December 31, 2022
(in thousands)		
<b>Deferred tax assets</b>		
Net operating losses	\$ 491,684	\$ 82,821
Interest expense limitation	209,493	102,125
Foreign tax credit	64,945	77,273
Rents received in advance	27,642	28,909
Other	24,456	18,047
Total deferred tax assets	818,220	309,175
<b>Deferred tax liabilities</b>		
Aircraft depreciation	\$ ( 1,696,839 )	\$ ( 1,222,772 )
Effects of foreign jurisdiction deferred taxes	( 177,879 )	—
Straight-line rents	( 47,460 )	( 57,200 )
Total deferred tax liabilities	\$ ( 1,922,178 )	\$ ( 1,279,972 )
Net deferred tax assets/(liabilities)	\$ ( 1,103,958 )	\$ ( 970,797 )

The Company had deferred tax assets related to interest expense that was limited for federal income tax purposes of \$ 209.5 million as of December 31, 2023, which are available indefinitely to offset taxable income in future periods. The Company also had deferred tax assets related to foreign tax credits for federal income tax purposes of \$ 64.9 million as of December 31, 2023, which are available to offset taxable income in the future periods.



As of December 31, 2023, the Company utilized its remaining net operating loss ("NOL") for federal income tax purposes of \$ 81.3 million (tax-effected) and has NOL for Irish income tax and for state income tax purposes of \$ 490.4 million (tax-effected) and \$ 1.6 million (tax-effected, excluding the federal benefit), respectively, which are available to offset taxable income in future periods. The Company's NOL and foreign tax credit carryforwards expire in the following periods:

	NOL Carryforwards (tax effected)	Tax Credit Carryforwards
	(in thousands)	
2024-2028	\$ —	\$ 20,950
Thereafter	491,684	43,995
Total carryforwards	\$ 491,684	\$ 64,945

As of December 31, 2023, the Company has deferred tax assets of \$ 177.9 million included in Other assets in the Company's consolidated balance sheet. The Company has not recorded a valuation allowance against its deferred tax assets as of December 31, 2023 and 2022 as realization of the deferred tax asset is considered more likely than not. In assessing the realizability of the deferred tax assets, management considered whether forecasted income, together with reversals of existing deferred tax liabilities, and tax planning strategies will be sufficient to recover the deferred tax assets and tax credits in making this assessment. Management anticipates the timing differences on aircraft depreciation will reverse and be available for offsetting the reversal of deferred tax assets. As of December 31, 2023 and 2022, the Company has not recorded any liability for unrecognized tax benefits.

The Company files income tax returns in the U.S. and various state and foreign jurisdictions. The Company is subject to examinations by the major tax jurisdictions for the 2019 tax year and forward. In the fourth quarter of 2022, the Company was notified by the Internal Revenue Service that tax years 2019 to 2020 were selected for examination.

## Note 9. Commitments and Contingencies

### Aircraft Acquisition

As of December 31, 2023, the Company had commitments to acquire a total of 334 new aircraft for delivery through 2028, with an estimated aggregate commitment of \$ 21.7 billion.

The table is subject to change based on Airbus and Boeing delivery delays. As noted below, the Company expects delivery delays for some aircraft in its orderbook. The Company remains in discussions with Airbus and Boeing to determine the extent and duration of delivery delays; however, the Company is not yet able to determine the full impact of these delays.

Aircraft Type	Estimated Delivery Years						Total
	2024	2025	2026	2027	2028	Thereafter	
Airbus A220-100/300	19	10	18	14	—	—	61
Airbus A320/321neo <sup>(1)</sup>	21	13	40	40	38	—	152
Airbus A330-900neo	6	1	—	—	—	—	7
Airbus A350-900/1000	4	—	—	—	—	—	4
Airbus A350F	—	—	—	4	3	—	7
Boeing 737-7/8/9 MAX	31	32	16	—	2	—	81
Boeing 787-9/10	11	10	1	—	—	—	22
Total <sup>(2)</sup>	92	66	75	58	43	—	334

(1) The Company's Airbus A320/321neo aircraft orders include 11 long-range variants and 49 extra long-range variants.

(2) The table above reflects Airbus and Boeing aircraft delivery delays based on contractual documentation.

Pursuant to the Company's purchase agreements with Airbus and Boeing, the Company agrees to contractual delivery dates for each aircraft ordered. These dates can change for a variety of reasons, however for the last several years, manufacturing delays have

significantly impacted the planned purchases of the Company's aircraft on order with Airbus and Boeing. The Company is currently experiencing delivery delays with both Airbus and Boeing aircraft.

In January 2024, the FAA ordered the temporary grounding of certain Boeing 737-9 MAX aircraft after the in-flight loss of a mid-cabin exit door plug in one aircraft. The FAA approved an inspection and maintenance process allowing grounded 737-9 MAX aircraft to be safely returned to service upon successful completion. However, Boeing will not be allowed to increase 737 MAX production rates until certain quality control issues are resolved. Due to these production constraints, we expect further delivery delays on our 737 MAX aircraft orders, and the Company is unable to speculate when Boeing 737 MAX production rates will normalize.

The aircraft purchase commitments discussed above could also be impacted by cancellations. The Company's purchase agreements with Airbus and Boeing generally provide each of the Company and the manufacturers with cancellation rights for delivery delays starting at one year after the original contractual delivery date, regardless of cause. In addition, the Company's lease agreements generally provide each of the Company and the lessee with cancellation rights related to certain aircraft delivery delays that typically parallel the cancellation rights in the Company's purchase agreements.

Commitments for the acquisition of these aircraft, calculated at an estimated aggregate purchase price (including adjustments for anticipated inflation) of approximately \$ 21.7 billion as of December 31, 2023 are as follows:

	(in thousands)
<b>Years ending December 31,</b>	
2024	\$ 6,827,356
2025	4,424,683
2026	4,357,060
2027	3,551,190
2028	2,576,015
Thereafter	—
<b>Total</b>	<b>\$ 21,736,304</b>

The Company has made non-refundable deposits on flight equipment purchases of \$ 1.2 billion and \$ 1.3 billion as of December 31, 2023 and 2022, respectively, which are subject to manufacturer performance commitments. If the Company is unable to satisfy its purchase commitments, the Company may be forced to forfeit its deposits and may also be exposed to breach of contract claims by its lessees as well as the manufacturers.

#### Note 10. Earnings/(Loss) Per Share

Basic earnings/(loss) per share is computed by dividing net income/(loss) by the weighted-average number of common shares outstanding for the period. Diluted earnings per share reflects the potential dilution that would occur if securities or other contracts to issue common stock were exercised or converted into common stock; however, potential common equivalent shares are excluded if the effect of including these shares would be anti-dilutive. The Company's two classes of common stock, Class A and Class B non-voting, have equal rights to dividends and income, and therefore, basic and diluted earnings per share are the same for each class of common stock. As of December 31, 2023, the Company did not have any Class B Non-Voting common stock outstanding.

Diluted earnings per share takes into account the potential conversion of stock options, restricted stock units, and warrants using the treasury stock method and convertible notes using the if-converted method. For the years ended December 31, 2023, and December 31, 2021, the Company did not exclude any potentially dilutive securities, whose effect would have been anti-dilutive, from the computation of diluted earnings per share. Since the Company was in a loss position for the year ended December 31, 2022, diluted net loss per share is the same as basic net loss per share for the period as the inclusion of all potential common shares outstanding would have been anti-dilutive. For the year ended December 31, 2022, the Company excluded 361,186 potentially dilutive securities, whose effect would have been anti-dilutive, from the computation of diluted earnings per share. The Company excluded 965,788 , 976,509 , and 1,083,174 shares related to restricted stock units for which the performance metric had yet to be achieved as of December 31, 2023, 2022, and 2021, respectively.



The following table sets forth the reconciliation of basic and diluted earnings/(loss) per share:

	Year Ended December 31, 2023	Year Ended December 31, 2022	Year Ended December 31, 2021
(in thousands, except share and per share amounts)			
<b>Basic earnings/(loss) per share:</b>			
Numerator			
Net income/(loss)	\$ 614,622	\$ ( 97,024 )	\$ 436,632
Preferred stock dividends	( 41,700 )	( 41,700 )	( 28,473 )
Net income/(loss) attributable to common stockholders	\$ 572,922	\$ ( 138,724 )	\$ 408,159
Denominator			
Weighted-average common shares outstanding	111,005,088	111,626,508	114,050,578
Basic earnings/(loss) per share	\$ 5.16	\$ ( 1.24 )	\$ 3.58
<b>Diluted earnings per share:</b>			
Numerator			
Net income/(loss)	\$ 614,622	\$ ( 97,024 )	\$ 436,632
Preferred stock dividends	( 41,700 )	( 41,700 )	( 28,473 )
Net income/(loss) attributable to common stockholders	\$ 572,922	\$ ( 138,724 )	\$ 408,159
Denominator			
Number of shares used in basic computation	111,005,088	111,626,508	114,050,578
Weighted-average effect of dilutive securities	433,501	—	395,515
Number of shares used in per share computation	111,438,589	111,626,508	114,446,093
Diluted earnings/(loss) per share	\$ 5.14	\$ ( 1.24 )	\$ 3.57

#### Note 11. Fair Value Measurements

##### Assets and Liabilities Measured at Fair Value on a Recurring and Non-recurring Basis

The Company has two cross-currency swaps related to its Canadian dollar Medium-Term Notes, which were issued in December 2019 and November 2023. The fair value of the cross-currency swaps as foreign currency exchange derivatives are categorized as a Level 2 measurement in the fair value hierarchy and are measured on a recurring basis. As of December 31, 2023 and 2022, the estimated fair value of the Company's foreign currency exchange swaps was a derivative asset of \$ 17.0 million and a derivative liability of \$ 2.5 million, respectively.

##### Financial Instruments Not Measured at Fair Values

The fair value of debt financing is estimated based on the quoted market prices for the same or similar issues, or on the current rates offered to the Company for debt of the same remaining maturities, which would be categorized as a Level 2 measurement in the fair value hierarchy. The estimated fair value of debt financing as of December 31, 2023 was \$ 18.7 billion compared to a book value of \$ 19.4 billion. The estimated fair value of debt financing as of December 31, 2022 was \$ 17.5 billion compared to a book value of \$ 18.8 billion.

The following financial instruments are not measured at fair value on the Company's Consolidated Balance Sheets at December 31, 2023, but require disclosure of their fair values: cash and cash equivalents and restricted cash. The estimated fair value of such instruments at December 31, 2023 and 2022 approximates their carrying value as reported on the Consolidated Balance Sheets. The fair value of all these instruments would be categorized as Level 1 in the fair value hierarchy.

## Note 12. Stock-based Compensation

On May 3, 2023, the stockholders of the Company approved the Air Lease Corporation 2023 Equity Incentive Plan (the "2023 Plan"). Upon approval of the 2023 Plan, no new awards under the Air Lease Corporation 2014 Equity Incentive Plan could be granted. As of December 31, 2023, the number of shares of Class A Common Stock available for new award grants under the 2023 Plan is approximately 4,142,948. The Company has issued restricted stock units ("RSUs") with four different vesting criteria: those RSUs that vest based on the attainment of book-value goals, those RSUs that vest based on the attainment of Total Shareholder Return ("TSR") goals, time based RSUs that vest ratably over a time period of three years and RSUs that cliff vest at the end of a one or two year period.

The Company recorded \$ 34.6 million, \$ 15.6 million, and \$ 26.5 million of stock-based compensation expense for the years ended December 31, 2023, 2022, and 2021, respectively. For the year ended December 31, 2022, the Company reduced the underlying vesting estimates of certain book value RSUs as the performance criteria were no longer considered probable of being achieved.

### Restricted Stock Units

Compensation cost for RSUs is measured at the grant date based on fair value and recognized over the vesting period. The fair value of time based and book value RSUs is determined based on the closing market price of the Company's Class A common stock on the date of grant, while the fair value of RSUs that vest based on the attainment of TSR goals is determined at the grant date using a Monte Carlo simulation model. Included in the Monte Carlo simulation model were certain assumptions regarding a number of highly complex and subjective variables, such as expected volatility, risk-free interest rate and expected dividends. To appropriately value the award, the risk-free interest rate is estimated for the time period from the valuation date until the vesting date and the historical volatilities were estimated based on a historical timeframe equal to the time from the valuation date until the end date of the performance period.

During the year ended December 31, 2023, the Company granted 704,565 RSUs of which 121,608 are TSR RSUs and 243,206 are book value RSUs. The following table summarizes the activities for the Company's unvested RSUs for the year ended December 31, 2023:

	Unvested Restricted Stock Units	
	Number of Shares	Weighted-Average Grant-Date Fair Value
Unvested at December 31, 2022	1,514,875	\$ 45.90
Granted	704,565	\$ 44.73
Vested	( 229,187 )	\$ 44.19
Forfeited/canceled	( 382,678 )	\$ 42.52
Unvested at December 31, 2023	1,607,575	\$ 46.44
Expected to vest after December 31, 2023	1,807,511	\$ 45.70

At December 31, 2023, the outstanding RSUs are expected to vest as follows: 2024— 592,268 ; 2025— 597,904 ; and 2026— 617,338 .

As of December 31, 2023 there was \$ 34.7 million of unrecognized compensation expense related to unvested stock-based payments granted to employees. Total unrecognized compensation expense will be recognized over a weighted-average remaining period of 1.67 years.

## Note 13. Aircraft Under Management

As of December 31, 2023, the Company managed 78 aircraft across two aircraft management platforms. The Company managed 45 aircraft through its Thunderbolt platform and 33 aircraft through the Blackbird investment funds.

As of December 31, 2023, the Company managed 33 aircraft on behalf of third-party investors, through two investment funds, Blackbird I and Blackbird II. These funds invest in commercial jet aircraft and lease them to airlines throughout the world. The Company provides management services to these funds for a fee. As of December 31, 2023, the Company's non-controlling interests

in each fund was 9.5 % and are accounted for under the equity method of accounting. The Company's investment in these funds aggregated \$ 69.4 million and \$ 64.7 million as of December 31, 2023 and 2022, respectively, and are included in Other assets on the Consolidated Balance Sheets.

Additionally, the Company continues to manage aircraft that it sells through its Thunderbolt platform. The Thunderbolt platform facilitates the sale of mid-life aircraft to investors while allowing the Company to continue the management of these aircraft for a fee. As of December 31, 2023, the Company managed 45 aircraft across three separate transactions. The Company has non-controlling interests in two of these entities of approximately 5.0 %, which are accounted for under the cost method of accounting. The Company's total investment in aircraft sold through its Thunderbolt platform was \$ 8.8 million as of each of December 31, 2023 and 2022 and is included in Other assets on the Consolidated Balance Sheets.

As of February 15, 2024, two aircraft in the Company's managed fleet remain in Russia. While the respective managed platform maintains title to the aircraft, the Company has determined that it is unlikely it will regain possession of the aircraft that have not been returned and that remain in Russia. On December 21, 2023, the Company received cash insurance settlement proceeds in settlement of its insurance claims on behalf of the Company's managed platforms. As a result, during the three months ended December 31, 2023, the Company recognized a benefit of \$ 2.3 million related to its equity interest in its managed fleet that were previously on lease to S7.

On November 6, 2023, Thunderbolt I entered into an agreement to sell all aircraft in its portfolio, consisting of 13 aircraft. As servicer of Thunderbolt I, the Company will be facilitating the sale and transfer of the aircraft.

#### Note 14. Net Investment in Sales-type Lease

As of December 31, 2023, the Company had sales-type leases for 12 aircraft in its owned fleet.

Net investment in sales-type leases are included in Other assets in the Company's Consolidated Balance Sheets based on the present value of fixed payments under the contract and the residual value of the underlying asset, discounted at the rate implicit in the lease. The Company's investment in sales-type leases consisted of the following (in thousands):

	December 31, 2023	
Future minimum lease payments to be received	\$	285,443
Estimated residual values of leased flight equipment	\$	108,688
Less: Unearned income	\$	( 53,412 )
Net Investment in Sales-type Lease	\$	340,719

As of December 31, 2023, future minimum lease payments to be received on sales-type leases were as follows:

	(in thousands)	
<b>Years ending December 31,</b>		
2024		30,881
2025		30,881
2026		30,881
2027		30,881
2028		30,881
Thereafter		131,038
Total	\$	285,443

**Note 15. Flight Equipment Held for Sale**

As of December 31, 2023, the Company had 14 aircraft, with a net book value of \$ 605.1 million, which were held for sale and included in Other assets on the Consolidated Balance Sheets. The Company expects the sale of the majority of the 14 aircraft to be completed in 2024. As of December 31, 2023, the Company held an aggregate of \$ 305.8 million in purchase deposits pursuant to sale agreements related to six of the 14 aircraft, which amount is included in Accrued interest and other payables on the Consolidated Balance Sheets

During the year ended December 31, 2023, the Company completed the sale of 25 aircraft from its held for sale portfolio. The Company ceases recognition of depreciation expense once an aircraft is classified as held for sale. As of December 31, 2022, the Company had four aircraft, with a carrying value of \$ 153.5 million, which were held for sale and included in Flight equipment subject to operating leases on the Consolidated Balance Sheets.

**Note 16. Subsequent Events**

On February 13, 2024, the Company's board of directors approved quarterly cash dividends for the Company's Class A common stock and Series A, Series B and Series C preferred stock. The following table summarizes the details of the dividends that were declared:

Title of each class	Cash dividend per share	Record Date	Payment Date
Class A Common Stock	\$ 0.21	March 15, 2024	April 10, 2024
Series A Preferred Stock	\$ 0.384375	February 29, 2024	March 15, 2024
Series B Preferred Stock	\$ 11.625	February 29, 2024	March 15, 2024
Series C Preferred Stock	\$ 10.3125	February 29, 2024	March 15, 2024

## **ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE**

None.

### **ITEM 9A. CONTROLS AND PROCEDURES**

#### **Evaluation of Disclosure Controls and Procedures**

We maintain disclosure controls and procedures that are designed to ensure that information required to be disclosed in our filings under the Securities Exchange Act, is recorded, processed, summarized and reported within the periods specified in the rules and forms of the Securities and Exchange Commission, and such information is accumulated and communicated to our management, including our Chief Executive Officer and principal executive officer and our Chief Financial Officer and principal financial officer (collectively, the "Certifying Officers"), as appropriate, to allow timely decisions regarding required disclosure. In designing and evaluating the disclosure controls and procedures, management recognized that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives, as the Company's controls are designed to do, and management necessarily was required to apply its judgment in evaluating the risk related to controls and procedures.

We have evaluated, under the supervision and with the participation of management, including the Certifying Officers, the effectiveness of our disclosure controls and procedures, as defined in Rules 13a-15(e) and 15d-15(e) of the Exchange Act, as of December 31, 2023. Based on that evaluation, our Certifying Officers have concluded that our disclosure controls and procedures were effective as of December 31, 2023.

#### **Management's Report on Internal Control Over Financial Reporting**

Our management is responsible for establishing and maintaining adequate internal control over financial reporting. The Company's internal control system was designed to provide reasonable assurance to the Company's management and Board of Directors regarding the preparation and fair presentation of published financial statements.

Our management assessed the effectiveness of the Company's internal control over financial reporting as of December 31, 2023. In making this assessment, it used the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) in *Internal Control—Integrated Framework* (2013). Based upon its assessment, our management believes that, as of December 31, 2023, the Company's internal control over financial reporting is effective based on these criteria.

KPMG LLP, the independent registered public accounting firm that audited the consolidated financial statements included in this Annual Report on Form 10-K, has issued an audit report on the effectiveness of the Company's internal control over financial reporting as of December 31, 2023, which is included herein.

#### **Changes in Internal Control Over Financial Reporting**

There were no changes in our internal control over financial reporting during the quarter ended December 31, 2023 that materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

### **ITEM 9B. OTHER INFORMATION**

None.

### **ITEM 9C. DISCLOSURE REGARDING FOREIGN JURISDICTIONS THAT PREVENT INSPECTIONS**

Not applicable.

### PART III

#### ITEM 10. DIRECTORS, EXECUTIVE OFFICERS AND CORPORATE GOVERNANCE

##### Executive Officers of the Company

Except as set forth below or as contained in Part I above, under "Information about our Executive Officers", the other information required by this item will be included in our Proxy Statement for the 2024 Annual Meeting of Stockholders (the "2024 Proxy Statement"), which will be filed with the Securities and Exchange Commission no later than April 29, 2024, and is incorporated herein by reference.

##### Code of Business Conduct and Ethics

We have adopted a Code of Business Conduct and Ethics for our directors, officers (including our principal executive officer, principal financial officer and principal accounting officer) and employees. Our Code of Business Conduct and Ethics is available on our website at <http://www.airleasecorp.com> under the "Investors" tab.

Within the time period required by the Securities and Exchange Commission and the New York Stock Exchange, we will post on our website at <http://www.airleasecorp.com> under the "Investors" tab any amendment to our Code of Business Conduct and Ethics or any waivers of such provisions granted to our principal executive officer, principal financial officer, principal accounting officer or controller or persons performing similar functions

##### Corporate Governance Guidelines

We have adopted Corporate Governance Guidelines that are available on our website at <http://www.airleasecorp.com> under the "Investors" tab.

#### ITEM 11. EXECUTIVE COMPENSATION

The information required by this item will be included in our 2024 Proxy Statement and is incorporated herein by reference.

#### ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED STOCKHOLDER MATTERS

The information required by this item, except for the information required by Item 201(d) of Regulation S-K below, will be included in our 2024 Proxy Statement and is incorporated herein by reference.

##### Stock Authorized for Issuance Under Equity Compensation Plans

Set forth below is certain information about the Class A common stock authorized for issuance under the Air Lease Corporation 2014 Equity Incentive Plan and Air Lease Corporation 2023 Equity Incentive Plan as of December 31, 2023.

Plan Category	Number of securities to be issued upon exercise of outstanding options, warrants and rights	Weighted-average exercise price of outstanding options, warrants and rights	Number of securities remaining available for future issuance under equity compensation plans (excluding securities reflected in column (a))
	(a)	(b)	(c)
Equity compensation plans approved by security holders	—	\$ —	4,142,948
Equity compensation plans not approved by security holders	—	—	—
<b>Total</b>	<b>—</b>	<b>\$ —</b>	<b>4,142,948</b>

## ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS, AND DIRECTOR INDEPENDENCE

The information required by this item will be included in our 2024 Proxy Statement and is incorporated herein by reference.

## ITEM 14. PRINCIPAL ACCOUNTING FEES AND SERVICES

The information required by this item will be included in our 2024 Proxy Statement and is incorporated herein by reference.

## PART IV

## ITEM 15. EXHIBITS, FINANCIAL STATEMENT SCHEDULES

(a)

### 1. Consolidated Financial Statements

The following documents are filed as part of this Annual Report on Form 10-K:

	Page
<a href="#">Reports of Independent Registered Public Accounting Firm</a>	<a href="#">60</a>
Financial Statements	
<a href="#">Consolidated Balance Sheets</a>	<a href="#">64</a>
<a href="#">Consolidated Statements of Operations and Other Comprehensive Income/(Loss)</a>	<a href="#">65</a>
<a href="#">Consolidated Statements of Shareholders' Equity</a>	<a href="#">66</a>
<a href="#">Consolidated Statements of Cash Flows</a>	<a href="#">67</a>
<a href="#">Notes to Consolidated Financial Statements</a>	<a href="#">69</a>

### 2. Financial Statement Schedules

Financial statement schedules have been omitted as they are not required, not applicable, or the required information is otherwise included in the consolidated financial statements or the notes thereto.

### 3. Exhibits

Exhibit Description	Form	Incorporated by Reference		
		File No.	Exhibit	Filing Date
<a href="#">Restated Certificate of Incorporation of Air Lease Corporation</a>	S-1	333-171734	3.1	January 14, 2011
<a href="#">Fourth Amended and Restated Bylaws of Air Lease Corporation</a>	8-K	001-35121	3.1	March 27, 2018
<a href="#">Certificate of Designations with respect to the 6.150% Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series A, of Air Lease Corporation, dated March 4, 2019, filed with the Secretary of State of Delaware and effective on March 4, 2019</a>	8-K	001-35121	3.2	March 4, 2019
<a href="#">Certificate of Designations with respect to the 4.650% Fixed-Rate Residual Non-Cumulative Perpetual Preferred Stock, Series B, dated February 26, 2021, filed with the Secretary of State of Delaware and effective on February 26, 2021.</a>	8-K	001-35121	3.1	March 2, 2021
<a href="#">Certificate of Designations with respect to the 4.125% Fixed-Rate Residual Non-Cumulative Perpetual Preferred Stock, Series C, dated October 11, 2021, filed with the Secretary of State of Delaware and effective on October 11, 2021.</a>	8-K	001-35121	3.1	October 13, 2021
<a href="#">Description of Capital Stock</a>	10-Q	001-35121	4.1	November 4, 2021
<a href="#">Form of Specimen Class A Common Stock Certificate</a>	S-1	333-171734	4.1	March 25, 2011

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Exhibit	Description	Form	Incorporated by Reference	
			File No. Exhibit	Filing Date
	<a href="#">Registration Rights Agreement, dated as of June 4, 2010, between Air Lease Corporation and FBR Capital Markets &amp; Co., as the initial purchaser/placement agent</a>	S-1	333-171734 4.2	January 14, 2011
	<a href="#">Form of Stock Certificate representing the 6.150% Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series A</a>	8-A	001-35121 4.2	March 4, 2019
	<a href="#">Form of Stock Certificate representing the 4.650% Fixed-Rate Reset Non-Cumulative Perpetual Preferred Stock, Series B</a>	8-K	001-35121 4.1	March 2, 2021
	<a href="#">Form of Stock Certificate representing the 4.125% Fixed-Rate Reset Non-Cumulative Perpetual Preferred Stock, Series C</a>	8-K	001-35121 4.1	October 13, 2021
	<a href="#">Indenture, dated as of October 11, 2012, between Air Lease Corporation and Deutsche Bank Trust Company Americas, as trustee ("October 2012 Indenture")</a>	S-3	333-184382 4.4	October 12, 2012
	<a href="#">Sixth Supplemental Indenture, dated as of September 16, 2014, to the October 2012 Indenture by and between Air Lease Corporation and Deutsche Bank Trust Company Americas, as Trustee (relating to 4.250% Senior Notes due 2024)</a>	8-K	001-35121 4.3	September 16, 2014
	<a href="#">Twelfth Supplemental Indenture, dated as of March 8, 2017, to the October 2012 Indenture by and between Air Lease Corporation and Deutsche Bank Trust Company Americas, as Trustee, relating to 3.625% Senior Notes due 2027</a>	8-K	001-35121 4.2	March 8, 2017
	<a href="#">Fifteenth Supplemental Indenture, dated as of November 20, 2017, by and between Air Lease Corporation and Deutsche Bank Trust Company Americas, as trustee, relating to 3.625% Senior Notes due 2027</a>	8-K	001-35121 4.3	November 20, 2017
	<a href="#">Seventeenth Supplemental Indenture, dated as of January 16, 2018, by and between Air Lease Corporation and Deutsche Bank Trust Company Americas, as trustee, relating to 3.250% Senior Notes due 2025</a>	8-K	001-35121 4.3	January 16, 2018
	<a href="#">Twentieth Supplemental Indenture, dated as of September 17, 2018, by and between Air Lease Corporation and Deutsche Bank Trust Company Americas, as trustee, relating to 4.625% Senior Notes due 2028</a>	8-K	001-35121 4.3	September 17, 2018
	<a href="#">Indenture, dated as of November 20, 2018, by and between Air Lease Corporation and Deutsche Bank Trust Company Americas, as trustee, ("MTN Indenture")</a>	S-3/A	333-224828 4.4	November 20, 2018
	<a href="#">Paying Agency Agreement, dated as of November 20, 2018, by and between Air Lease Corporation and Deutsche Bank Trust Company Americas, as paying agent and security registrar.</a>	8-K	001-35121 4.2	November 20, 2018
	<a href="#">Form of 2018 Fixed Rate Global Medium-Term Note, Series A</a>	8-K	001-35121 4.3	November 20, 2018
	<a href="#">Form of 2018 Floating Rate Global Medium-Term Note, Series A</a>	8-K	001-35121 4.4	November 20, 2018
	<a href="#">Form of 2021 Fixed Rate Global Medium-Term Note, Series A</a>	8-K	001-35121 4.3	May 7, 2021
	<a href="#">Form of 2021 Floating Rate Global Medium-Term Note, Series A</a>	8-K	001-35121 4.4	May 7, 2021
Certain instruments defining the rights of holders of long-term debt of Air Lease Corporation and all of its subsidiaries for which consolidated or unconsolidated financial statements are required to be filed are being omitted pursuant to paragraph (b)(4)(iii)(A) of Item 601 of Regulation S-K. Air Lease Corporation agrees to furnish a copy of any such instrument to the Securities and Exchange Commission upon request.				



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it er	Exhibit Description	Form	Incorporated by Reference	
			File No. Exhibit	Filing Date
	<a href="#">Second Amended and Restated Credit Agreement, dated as of May 5, 2014, by and among Air Lease Corporation, as borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A. as Administrative Agent</a>	001-35121	10.5	May 8, 2014
	<a href="#">First Amendment, dated as of June 1, 2015, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A. as Administrative Agent</a>	001-35121	10.1	June 2, 2015
	<a href="#">Extension Agreement, dated June 1, 2015, under the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, among Air Lease Corporation, as Borrower, the several banks and other financial institutions or entities from time to time parties thereto, and JP Morgan Chase Bank, N.A. as Administrative Agent</a>	001-35121	10.2	June 2, 2015
	<a href="#">New Lender Supplement, dated September 18, 2015, to the Second Amended and Restated Credit Agreement, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A. as Administrative Agent</a>	001-35121	10.7	February 25, 2016
	<a href="#">New Lender Supplement, dated November 25, 2015, to the Second Amended and Restated Credit Agreement, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A. as Administrative Agent</a>	001-35121	10.8	February 25, 2016
	<a href="#">Second Amendment, dated as of May 27, 2016, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, among Air Lease Corporation, as Borrower, the several lenders from time to time party thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent, the several lenders from time to time party thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent.</a>	001-35121	10.1	June 1, 2016
	<a href="#">Extension Agreement, dated May 27, 2016, among the Company, the several lenders party thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	001-35121	10.2	June 1, 2016
	<a href="#">New Lender Supplement, dated May 27, 2016, to the Second Amended and Restated Credit Agreement, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	001-35121	10.10	February 23, 2017
	<a href="#">Commitment Increase Supplement, dated May 27, 2016, to the Second Amended and Restated Credit Agreement, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	001-35121	10.11	February 23, 2017
	<a href="#">New Lender Supplement, dated January 27, 2017, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	001-35121	10.12	February 23, 2017
	<a href="#">New Lender Supplement, dated March 22, 2017, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014 among Air Lease Corporation, as Borrower, the several lenders from time to time party thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	001-35121	10.3	May 4, 2017

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Exhibit Description	Form	Incorporated by Reference	
		File No. Exhibit	Filing Date
<a href="#">New Lender Supplement, dated March 29, 2017, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014 among Air Lease Corporation, as Borrower, the several lenders from time to time party thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	10-Q 001-35121	10.4	May 4, 2017
<a href="#">Third Amendment, dated as of May 2, 2017, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014 among Air Lease Corporation, as Borrower, the several lenders from time to time party thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	10-Q 001-35121	10.5	May 4, 2017
<a href="#">New Lender Supplement, dated November 6, 2017, to the Second Amended and Restated Credit Agreement, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	10-Q 001-35121	10.8	November 9, 2017
<a href="#">Fourth Amendment, dated as of May 2, 2018, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014 among Air Lease Corporation, as Borrower, the several lenders from time to time party thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	8-K 001-35121	10.1	May 3, 2018
<a href="#">Commitment Increase Supplement, dated February 7, 2018, to the Second Amended and Restated Credit Agreement, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	10-K 001-35121	10.11	February 22, 2018
<a href="#">New Lender Supplement, dated February 1, 2018, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	10-K 001-35121	10.12	February 22, 2018
<a href="#">New Lender Supplement, dated March 27, 2018, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	10-Q 001-35121	10.10	May 10, 2018
<a href="#">Commitment Increase Supplement, dated October 23, 2018, to the Second Amended and Restated Credit Agreement, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	10-Q 001-35121	10.5	November 8, 2018
<a href="#">New Lender Supplement, dated February 4, 2019, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	10-K 001-35121	10.22	February 21, 2019
<a href="#">Commitment Increase Supplement, dated February 4, 2019, to the Second Amended and Restated Credit Agreement, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	10-K 001-35121	10.23	February 21, 2019
<a href="#">Commitment Increase Supplement, dated February 4, 2019, to the Second Amended and Restated Credit Agreement, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	10-K 001-35121	10.24	February 21, 2019

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Exhibit Description	Form	Incorporated by Reference	
		File No. Exhibit	Filing Date
<a href="#">Fifth Amendment and Extension Agreement, dated May 3, 2019, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014 among Air Lease Corporation, as Borrower, the several lenders from time to time party thereto, and JPMorgan Chase Bank, N.A., as Administrative Agent</a>	8-K	001-35121 10.1	May 9, 2019
<a href="#">New Lender Supplement, dated April 5, 2019, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	10-Q	001-35121 10.5	May 9, 2019
<a href="#">Commitment Increase Supplement, dated July 31, 2019, to the Second Amended and Restated Credit Agreement, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	10-Q	001-35121 10.3	August 8, 2019
<a href="#">New Lender Supplement, dated January 23, 2020, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	10-K	001-35121 10.28	February 14, 2020
<a href="#">New Lender Supplement, dated March 5, 2020, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	10-Q	001-35121 10.1	May 7, 2020
<a href="#">New Lender Supplement, dated February 2, 2021, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent</a>	10-K	001-35121 10.31	February 22, 2021
<a href="#">Sixth Amendment and Extension Agreement, dated April 29, 2021, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014 among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent.</a>	8-K	001-35121 10.1	April 30, 2021
<a href="#">New Lender Supplement, dated September 10, 2021, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent.</a>	10-Q	001-35121 10.1	November 4, 2021
<a href="#">New Lender Supplement, dated November 22, 2021, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent.</a>	10-K	001-35121 10.31	February 17, 2022
<a href="#">New Lender Supplement, dated December 22, 2021, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent.</a>	10-K	001-35121 10.32	February 17, 2022
<a href="#">New Lender Supplement, dated December 22, 2021, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent.</a>	10-K	001-35121 10.33	February 17, 2022



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Exhibit	Description	Form	Incorporated by Reference	
			File No. Exhibit	Filing Date
<a href="#">Seventh Amendment and Extension Agreement, dated April 26, 2022, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014 among Air Lease Corporation, as Borrower, the several lenders from time to time party thereto, and JPMorgan Chase Bank, N.A., as Administrative Agent.</a>	10-Q	001-35121	10.1	May 5, 2022
<a href="#">Lender Extension Supplement, dated June 3, 2022, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent.</a>	10-Q	001-35121	10.2	August 4, 2022
<a href="#">New Lender Supplement, dated June 27, 2022, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent.</a>	10-Q	001-35121	10.3	August 4, 2022
<a href="#">New Lender Supplement, dated January 3, 2023, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent.</a>	10-K	001-35121	10.37	February 16, 2023
<a href="#">Commitment Increase Supplement, dated March 30, 2023, to the Second Amended and Restated Credit Agreement, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent.</a>	10-Q	001-35121	10.2	May 5, 2023
<a href="#">Eighth Amendment and Extension Agreement, dated April 25, 2023, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014 among Air Lease Corporation, as Borrower, the several lenders from time to time party thereto, and JPMorgan Chase Bank, N.A., as Administrative Agent.</a>	8-K	001-35121	10.1	April 26, 2023
<a href="#">New Lender Supplement, dated October 13, 2023, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent, as amended.</a>	10-Q	001-35121	10.2	November 6, 2023
<a href="#">New Lender Supplement, dated December 15, 2023, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, among Air Lease Corporation, as Borrower, the several lenders from time to time parties thereto, and JP Morgan Chase Bank, N.A., as Administrative Agent, as amended.</a>				Filed herewith
<a href="#">Supplemental Agreement No. 2 to Purchase Agreement No. PA-036591, dated September 13, 2013, by and between Air Lease Corporation and The Boeing Company</a>	10-Q	001-35121	10.3	November 7, 2013
<a href="#">Supplemental Agreement No. 3 to Purchase Agreement No. PA-036591, dated July 11, 2014, by and between Air Lease Corporation and The Boeing Company</a>	10-Q	001-35121	10.2	November 6, 2014
<a href="#">Supplemental Agreement No. 4 to Purchase Agreement No. PA-036591, dated January 30, 2015, by and between Air Lease Corporation and The Boeing Company</a>	10-Q	001-35121	10.19	August 4, 2016
<a href="#">Supplemental Agreement No. 5 to Purchase Agreement No. PA-036591, dated August 17, 2015, by and between Air Lease Corporation and The Boeing Company</a>	10-Q	001-35121	10.20	August 4, 2016
<a href="#">Supplemental Agreement No. 6 to Purchase Agreement No. PA-036591, dated January 15, 2016, by and between Air Lease Corporation and The Boeing Company</a>	10-Q	001-35121	10.21	August 4, 2016



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it er	Exhibit Description	Form	Incorporated by Reference	
			File No. Exhibit	Filing Date
	<a href="#">Letter Agreement to Purchase Agreement No. PA-03659, dated May 16, 2016 by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.22	August 4, 2016
	<a href="#">Supplemental Agreement No. 7 to Purchase Agreement No. PA-03659, dated December 5, 2016, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.21	February 23, 2017
	<a href="#">Supplemental Agreement No. 8 to Purchase Agreement No. PA-03659, dated April 14, 2017, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.6	November 9, 2017
	<a href="#">Supplemental Agreement No. 9 to Purchase Agreement No. PA-03659, dated July 31, 2017, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.7	November 9, 2017
	<a href="#">Supplemental Agreement No. 10 to Purchase Agreement No. PA-03659, dated August 6, 2018, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.1	November 8, 2018
	<a href="#">Supplemental Agreement No. 11 to Purchase Agreement No. PA-03659, dated August 24, 2018, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.2	November 8, 2018
	<a href="#">Supplemental Agreement No. 12 to Purchase Agreement No. PA-03659, dated April 26, 2019, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.7	August 9, 2019
	<a href="#">Supplemental Agreement No. 13 to Purchase Agreement No. PA-03659, dated June 26, 2019, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.8	August 9, 2019
	<a href="#">Supplemental Agreement No. 14 to Purchase Agreement No. PA-03659, dated October 2, 2019, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.43	February 14, 2020
	<a href="#">Supplemental Agreement No. 15 to Purchase Agreement No. PA-03659, dated February 28, 2020, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.3	May 7, 2020
	<a href="#">Supplemental Agreement No. 16 to Purchase Agreement No. PA-03659, dated February 16, 2022, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.8	May 5, 2022
	<a href="#">Supplemental Agreement No. 17 to Purchase Agreement No. PA-03659, dated June 18, 2023, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.12	August 3, 2023
	<a href="#">A350XWB Family Purchase Agreement, dated February 1, 2013, by and between Air Lease Corporation and Airbus S.A.S. ("A350XWB Family Purchase Agreement")</a>	001-35121	10.2	May 9, 2013
	<a href="#">Amendment No. 1 to the A350XWB Family Purchase Agreement, dated March 3, 2015, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.2	May 7, 2015
	<a href="#">Amendment No. 2 to the A350XWB Family Purchase Agreement, dated March 3, 2015, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.3	May 7, 2015
	<a href="#">Amendment No. 3 to the A350XWB Family Purchase Agreement, dated September 8, 2015, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.1	November 5, 2015
	<a href="#">Amendment No. 4 to the A350XWB Family Purchase Agreement, dated April 14, 2016, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.15	August 4, 2016
	<a href="#">Amendment No. 5 to the A350XWB Family Purchase Agreement, dated May 25, 2016, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.16	August 4, 2016

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it er	Exhibit Description	Form	Incorporated by Reference	
			File No. Exhibit	Filing Date
	<a href="#">Amendment No. 6 to the A350XWB Family Purchase Agreement, dated July 18, 2016, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-K 001-35121	10.28	February 23, 2017
	<a href="#">Amendment No. 7 to A350XWB Family Purchase Agreement, dated July 10, 2017, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-Q 001-35121	10.1	November 9, 2017
	<a href="#">Amendment No. 8 to A350XWB Family Purchase Agreement, dated December 27, 2017, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-K 001-35121	10.37	February 22, 2018
	<a href="#">Amendment No. 9 to A350XWB Family Purchase Agreement, dated June 10, 2018, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-Q 001-35121	10.2	August 9, 2018
	<a href="#">Amendment No. 10 to A350XWB Family Purchase Agreement, dated December 31, 2018, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-K 001-35121	10.47	February 21, 2019
	<a href="#">Amendment No. 11 to the Airbus A350XWB Family Purchase Agreement, dated May 15, 2019, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-Q 001-35121	10.4	August 8, 2019
	<a href="#">Amendment No. 12 to A350XWB Family Purchase Agreement, dated December 20, 2019, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-K 001-35121	10.56	February 14, 2020
	<a href="#">Amendment No. 13 to A350XWB Family Purchase Agreement, dated February 21, 2020, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-Q 001-35121	10.4	May 7, 2020
	<a href="#">Amendment No. 14 to the A350XWB Family Purchase Agreement, dated June 30, 2020, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-Q 001-35121	10.2	August 6, 2020
	<a href="#">Amendment No. 15 to the A350XWB Family Purchase Agreement, dated August 31, 2020, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-Q 001-35121	10.1	November 9, 2020
	<a href="#">Amendment No. 16 to the A350XWB Family Purchase Agreement, dated October 29, 2021, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-K 001-35121	10.65	February 17, 2022
	<a href="#">Amendment No. 17 to the A350XWB Family Purchase Agreement, dated December 20, 2021, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-K 001-35121	10.66	February 17, 2022
	<a href="#">Amendment No. 18 to the A350XWB Family Purchase Agreement, dated January 11, 2022, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-Q 001-35121	10.5	May 5, 2022
	<a href="#">Amendment No. 19 to the A350XWB Family Purchase Agreement, dated October 12, 2023, by and between Air Lease Corporation and Airbus S.A.S.</a>			Filed herewith
	<a href="#">Amendment and Restatement Agreement of Letter Agreement No. 1 to Amendment No. 10 to the Airbus A350 Family Purchase Agreement, dated April 26, 2019, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-Q 001-35121	10.5	August 8, 2019
	<a href="#">Amendment and Restatement Agreement of Letter Agreement No. 2 to Amendment No. 10 to the A330-900neo PA, dated July 7, 2021, for Model A330-900 Aircraft.</a>	10-Q 001-35121	10.2	November 4, 2021
	<a href="#">Purchase Agreement No. PA-03791, dated July 3, 2012, by and between Air Lease Corporation and The Boeing Company</a>	10-Q 001-35121	10.1	November 7, 2013
	<a href="#">Supplemental Agreement No. 1 to Purchase Agreement No. PA-03791, dated February 4, 2013, by and between Air Lease Corporation and The Boeing Company</a>	10-Q 001-35121	10.12	May 4, 2017



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it er	Exhibit Description	Form	Incorporated by Reference	
			File No. Exhibit	Filing Date
	<a href="#">Supplemental Agreement No. 2 to Purchase Agreement No. 0379110-Q dated September 13, 2013, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.2	November 7, 2013
	<a href="#">Supplemental Agreement No. 3 to Purchase Agreement No. PA-0379110-Q dated July 11, 2014, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.1	November 6, 2014
	<a href="#">Supplemental Agreement No. 4 to Purchase Agreement No. PA-0379110-Q dated December 11, 2015, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.13	May 4, 2017
	<a href="#">Supplemental Agreement No. 5 to Purchase Agreement No. PA-0379110-Q dated May 17, 2016, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.18	August 4, 2016
	<a href="#">Supplemental Agreement No. 6 to Purchase Agreement No. PA-0379110-K dated July 8, 2016, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.35	February 23, 2017
	<a href="#">Supplemental Agreement No. 7 to Purchase Agreement No. PA-0379110-K dated October 8, 2016, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.36	February 23, 2017
	<a href="#">Supplemental Agreement No. 8 to Purchase Agreement No. PA-0379110-Q dated January 30, 2017, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.14	May 4, 2017
	<a href="#">Supplemental Agreement No. 9 to Purchase Agreement No. PA-0379110-Q dated February 28, 2017, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.15	May 4, 2017
	<a href="#">Supplemental Agreement No. 10 to Purchase Agreement No. PA-0379110-Q dated April 7, 2017, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.7	August 3, 2017
	<a href="#">Supplemental Agreement No. 11 to Purchase Agreement No. PA-0379110-Q dated May 10, 2017, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.8	August 3, 2017
	<a href="#">Supplemental Agreement No. 12 to Purchase Agreement No. PA-0379110-Q dated May 30, 2017, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.9	August 3, 2017
	<a href="#">Supplemental Agreement No. 13 to Purchase Agreement No. PA-0379110-Q dated July 20, 2017, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.10	August 3, 2017
	<a href="#">Supplemental Agreement No. 14 to Purchase Agreement No. PA-0379110-Q dated July 31, 2017, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.4	November 9, 2017
	<a href="#">Supplemental Agreement No. 15 to Purchase Agreement No. PA-0379110-Q dated August 18, 2017, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.5	November 9, 2017
	<a href="#">Supplemental Agreement No. 16 to Purchase Agreement No. PA-0379110-Q dated August 6, 2018, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.3	November 8, 2018
	<a href="#">Supplemental Agreement No. 17 to Purchase Agreement No. PA-0379110-Q dated March 29, 2018, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.7	May 10, 2018
	<a href="#">Supplemental Agreement No. 18 to Purchase Agreement No. PA-0379110-Q dated August 6, 2018, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.4	November 8, 2018
†	<a href="#">Supplemental Agreement No. 19 to Purchase Agreement No. PA-0379110-K dated October 26, 2018, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.67	February 21, 2019



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Exhibit	Exhibit Description	Form	Incorporated by Reference	
			File No. Exhibit	Filing Date
†	<a href="#">Supplemental Agreement No. 20 to Purchase Agreement No. PA-037910-K dated December 10, 2018, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.68	February 21, 2019
†	<a href="#">Supplemental Agreement No. 21 to Purchase Agreement No. PA-037910-Q dated February 8, 2019, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.7	May 9, 2019
†	<a href="#">Supplemental Agreement No. 22 to Purchase Agreement No. PA-037910-Q dated March 4, 2019, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.8	May 9, 2019
†	<a href="#">Supplemental Agreement No. 23 to Purchase Agreement No. PA-037910-Q dated June 26, 2019, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.6	August 9, 2019
†	<a href="#">Supplemental Agreement No. 24 to Purchase Agreement No. PA-037910-K dated October 2, 2019, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.82	February 14, 2020
†	<a href="#">Supplemental Agreement No. 25 to Purchase Agreement No. PA-037910-Q dated February 28, 2020, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.2	May 7, 2020
†	<a href="#">Supplemental Agreement No. 26 to Purchase Agreement No. PA-037910-K dated December 30, 2020, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.91	February 22, 2021
†	<a href="#">Supplemental Agreement No. 27 to Purchase Agreement No. PA-037910-Q dated April 6, 2021, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.7	August 5, 2021
†	<a href="#">Supplemental Agreement No. 28 to Purchase Agreement No. PA-037910-Q dated July 22, 2021, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.6	November 4, 2021
†	<a href="#">Supplemental Agreement No. 29 to Purchase Agreement No. PA-037910-K dated November 19, 2021, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.98	February 17, 2022
†	<a href="#">Supplemental Agreement No. 30 to Purchase Agreement No. PA-037910-Q dated February 16, 2022, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.9	May 5, 2022
†	<a href="#">Supplemental Agreement No. 31 to Purchase Agreement No. PA-037910-Q dated March 31, 2022, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.10	May 5, 2022
†	<a href="#">Supplemental Agreement No. 32 to Purchase Agreement No. PA-037910-K dated October 18, 2022, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.106	February 16, 2023
†	<a href="#">Supplemental Agreement No. 33 to Purchase Agreement No. PA-037910-K dated December 5, 2022, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.107	February 16, 2023
†	<a href="#">Supplemental Agreement No. 34 to Purchase Agreement No. PA-037910, dated November 29, 2023, by and between Air Lease Corporation and The Boeing Company</a>			Filed herewith
†	<a href="#">Letter Agreement dated December 30, 2020, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.92	February 22, 2021
†	<a href="#">Letter Agreement dated December 30, 2020, by and between Air Lease Corporation and The Boeing Company</a>	001-35121	10.93	February 22, 2021
†	<a href="#">A320 NEO Family Purchase Agreement, dated May 10, 2012, by and between Air Lease Corporation and Airbus S.A.S. ("A320 NEO Family Purchase Agreement")</a>	001-35121	10.2	August 9, 2012

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Exhibit	Exhibit Description	Form	Incorporated by Reference	
			File No. Exhibit	Filing Date
†	<a href="#">Amendment No. 1 to A320 NEO Family Purchase Agreement, dated December 28, 2012, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-Q 001-35121	10.7	August 4, 2016
†	<a href="#">Amendment No. 2 to A320 NEO Family Purchase Agreement, dated 10-Q, 2014, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.4	November 6, 2014
†	<a href="#">Amendment No. 3 to A320 NEO Family Purchase Agreement, dated 10-Q, 2014, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.5	November 6, 2014
†	<a href="#">Amendment No. 4 to A320 NEO Family Purchase Agreement, dated 10-Q, October 10, 2014, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.8	August 4, 2016
†	<a href="#">Amendment No. 5 to the A320 NEO Family Purchase Agreement, dated 10-Q/A, March 3, 2015, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.4	September 2, 2016
†	<a href="#">Amendment No. 6 to the A320 NEO Family Purchase Agreement, dated 10-Q, March 18, 2015, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.9	August 4, 2016
†	<a href="#">Amendment No. 7 to the A320 NEO Family Purchase Agreement, dated 10-Q, November 9, 2015, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.10	August 4, 2016
†	<a href="#">Amendment No. 8 to the A320 NEO Family Purchase Agreement, dated 10-Q, January 8, 2016, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.11	August 4, 2016
†	<a href="#">Amendment No. 9 to the A320 NEO Family Purchase Agreement, dated 10-Q, April 4, 2016, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.12	August 4, 2016
†	<a href="#">Amendment No. 10 to the A320 NEO Family Purchase Agreement, dated 10-Q, April 12, 2016, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.13	August 4, 2016
†	<a href="#">Amendment No. 11 to the A320 NEO Family Purchase Agreement, dated 10-Q, June 2, 2016, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.14	August 4, 2016
†	<a href="#">Amendment No. 12 to A320 NEO Family Purchase Agreement, dated 10-Q, August 17, 2016, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.9	May 4, 2017
†	<a href="#">Amendment No. 13 to A320 NEO Family Purchase Agreement, dated 10-Q, December 20, 2016, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.10	May 4, 2017
†	<a href="#">Amendment No. 14 to A320 NEO Family Purchase Agreement, dated 10-Q, March 3, 2017, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.11	May 4, 2017
†	<a href="#">Amendment No. 15 to A320 NEO Family Purchase Agreement, dated 10-Q, 10, 2017, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.3	August 3, 2017
†	<a href="#">Amendment No. 16 to A320 NEO Family Purchase Agreement, dated 10-Q, 19, 2017, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.4	August 3, 2017
†	<a href="#">Amendment No. 17 to A320 NEO Family Purchase Agreement, dated 10-Q, 19, 2017, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.5	August 3, 2017
†	<a href="#">Amendment No. 18 to A320 NEO Family Purchase Agreement, dated 10-Q, 12, 2017, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.6	August 3, 2017

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it er	Exhibit Description	Form	Incorporated by Reference	
			File No. Exhibit	Filing Date
†	<a href="#">Amendment No. 19 to A320 NEO Family Purchase Agreement, dated 10-Q 31, 2017, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.2	November 9, 2017
†	<a href="#">Amendment No. 20 to A320 NEO Family Purchase Agreement, dated 10-Q September 29, 2017, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.3	November 9, 2017
†	<a href="#">Amendment No. 21 to A320 NEO Family Purchase Agreement, dated 10-K December 27, 2017, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.75	February 22, 2018
†	<a href="#">Amendment No. 22 to A320 NEO Family Purchase Agreement, dated 10-Q February 16, 2018, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.6	May 10, 2018
†	<a href="#">Amendment No. 23 to A320 NEO Family Purchase Agreement, dated 10-K December 31, 2018, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.92	February 21, 2019
†	<a href="#">Amendment No. 24 to A320 NEO Family Purchase Agreement, dated 10-K October 18, 2019, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.107	February 14, 2020
†	<a href="#">Amendment No. 25 to A320 NEO Family Purchase Agreement, dated 10-K December 20, 2019, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.108	February 14, 2020
†	<a href="#">Amendment No. 26 to A320 NEO Family Purchase Agreement, dated 10-Q 7, 2020, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.5	August 6, 2020
†	<a href="#">Amendment No. 27 to A320 NEO Family Purchase Agreement, dated 10-Q 31, 2020, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.4	November 9, 2020
†	<a href="#">Amendment No. 28 to A320 NEO Family Purchase Agreement, dated 10-K December 22, 2020, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.122	February 22, 2021
†	<a href="#">Amendment No. 29 to A320 NEO Family Purchase Agreement, dated 10-K December 24, 2020, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.123	February 22, 2021
†	<a href="#">Amendment No. 30 to A320 NEO Family Purchase Agreement, dated 10-Q 28, 2021, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.4	August 5, 2021
†	<a href="#">Amendment No. 31 to A320 NEO Family Purchase Agreement, dated 10-Q 3, 2021, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.5	August 5, 2021
†	<a href="#">Amendment No. 32 to A320 NEO Family Purchase Agreement, dated 10-Q 31, 2021, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.5	November 4, 2021
†	<a href="#">Amendment No. 33 to A320 NEO Family Purchase Agreement, dated 10-K December 20, 2021, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.134	February 17, 2022
†	<a href="#">Amendment No. 34 to A320 NEO Family Purchase Agreement, dated 10-K December 20, 2021, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.135	February 17, 2022
†	<a href="#">Amendment No. 35 to A320 NEO Family Purchase Agreement, dated 10-Q February 3, 2022, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.6	May 5, 2022
†	<a href="#">Amendment No. 36 to A320 NEO Family Purchase Agreement, dated 10-Q 25, 2022, by and between Air Lease Corporation and Airbus S.A.S.</a>	001-35121	10.7	May 5, 2022

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Exhibit	Exhibit Description	Form	Incorporated by Reference	
			File No. Exhibit	Filing Date
†	<a href="#">Amendment No. 37 to A320 NEO Family Purchase Agreement, dated October 16, 2022, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-K 001-35121	10.4	August 4, 2022
†	<a href="#">Amendment No. 38 to A320 NEO Family Purchase Agreement, dated October 3, 2022, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-K 001-35121	10.148	February 16, 2023
†	<a href="#">A330-900 NEO Purchase Agreement, dated March 3, 2015, between Air Lease Corporation and Airbus S.A.S.</a>	10-Q/A 001-35121	10.1	September 2, 2016
†	<a href="#">Amendment No. 1 to the A330-900 NEO Purchase Agreement, dated May 31, 2016, between Air Lease Corporation and Airbus S.A.S.</a>	10-Q 001-35121	10.17	August 4, 2016
†	<a href="#">Amendment No. 2 to A330-900 NEO Purchase Agreement, dated June 10, 2017, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-Q 001-35121	10.2	August 3, 2017
†	<a href="#">Amendment No. 3 to A330-900 NEO Purchase Agreement, dated October 2, 2017, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-K 001-35121	10.79	February 22, 2018
†	<a href="#">Amendment No. 4 to A330-900 NEO Purchase Agreement, dated December 27, 2017, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-K 001-35121	10.80	February 22, 2018
†	<a href="#">Amendment No. 5 to A330-900 NEO Purchase Agreement, dated December 31, 2018, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-K 001-35121	10.98	February 21, 2019
†	<a href="#">Amendment No. 6 to A330-900 NEO Purchase Agreement, dated February 27, 2019, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-Q 001-35121	10.6	May 9, 2019
†	<a href="#">Amendment No. 7 to A330-900 NEO Purchase Agreement, dated August 10, 2019, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-Q 001-35121	10.2	November 7, 2019
†	<a href="#">Amendment No. 8 to A330-900 NEO Purchase Agreement, dated October 18, 2019, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-K 001-35121	10.117	February 14, 2020
†	<a href="#">Amendment No. 9 to A330-900 NEO Purchase Agreement, dated December 20, 2019, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-K 001-35121	10.118	February 14, 2020
†	<a href="#">Amendment No. 10 to the A330-900 NEO Purchase Agreement, dated October 14, 2020, between Air Lease Corporation and Airbus S.A.S.</a>	10-Q 001-35121	10.4	August 6, 2020
†	<a href="#">Amendment No. 11 to the A330-900 NEO Purchase Agreement, dated August 31, 2020, between Air Lease Corporation and Airbus S.A.S.</a>	10-Q 001-35121	10.3	November 9, 2020
†	<a href="#">Amendment No. 12 to the A330-900 NEO Purchase Agreement, dated October 2, 2020, between Air Lease Corporation and Airbus S.A.S.</a>	10-K 001-35121	10.136	February 22, 2021
†	<a href="#">Amendment No. 13 to the A330-900 NEO Purchase Agreement, dated December 24, 2020, between Air Lease Corporation and Airbus S.A.S.</a>	10-K 001-35121	10.137	February 22, 2021
†	<a href="#">Amendment No. 14 to the A330-900 NEO Purchase Agreement, dated December 13, 2021, between Air Lease Corporation and Airbus S.A.S.</a>	10-K 001-35121	10.150	February 17, 2022
†	<a href="#">Amendment No. 15 to the A330-900 NEO Purchase Agreement, dated December 20, 2021, between Air Lease Corporation and Airbus S.A.S.</a>	10-K 001-35121	10.151	February 17, 2022

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Exhibit	Description	Form	Incorporated by Reference	
			File No. Exhibit	Filing Date
†	<a href="#">Amendment No. 16 to the A330-900 NEO Purchase Agreement, dated November 6, 2023, between Air Lease Corporation and Airbus S.A.S.</a>			Filed herewith
†	<a href="#">Agreement, dated December 31, 2018, by and between Air Lease Corporation and Airbus S.A.S.</a>	10-K 001-35121	10.99	February 21, 2019
†	<a href="#">Amendment No. 1 to Agreement, dated October 30, 2019, between Airbus S.A.S. and Air Lease Corporation</a>	10-K 001-35121	10.120	February 14, 2020
†	<a href="#">Amendment No. 2 to Agreement, dated December 20, 2019, between Airbus S.A.S. and Air Lease Corporation</a>	10-K 001-35121	10.121	February 14, 2020
†	<a href="#">Amendment No. 3 to Agreement, dated August 31, 2020, between Airbus S.A.S. and Air Lease Corporation</a>	10-Q 001-35121	10.2	November 9, 2020
†	<a href="#">Amendment No. 4 to Agreement, dated December 22, 2020, between Airbus S.A.S. and Air Lease Corporation</a>	10-K 001-35121	10.142	February 22, 2021
†	<a href="#">Amendment No. 5 to Agreement, dated December 20, 2021, between Airbus S.A.S. and Air Lease Corporation</a>	10-K 001-35121	10.157	February 17, 2022
†	<a href="#">Amendment No. 6 to Agreement, dated January 31, 2022, between Airbus S.A.S. and Air Lease Corporation</a>	10-Q 001-35121	10.3	May 5, 2022
†	<a href="#">Amendment No. 7 to Agreement, dated November 6, 2023, between Airbus S.A.S. and Air Lease Corporation</a>			Filed herewith
†	<a href="#">Agreement, dated December 20, 2019, between Airbus S.A.S. and Air Lease Corporation</a>	10-K 001-35121	10.122	February 14, 2020
†	<a href="#">Amendment No. 1 to Agreement, dated June 14, 2020, between Airbus S.A.S. and Air Lease Corporation</a>	10-Q 001-35121	10.3	August 6, 2020
†	<a href="#">Amendment No. 2 to Agreement, dated October 2, 2020, between Airbus S.A.S. and Air Lease Corporation</a>	10-K 001-35121	10.145	February 22, 2021
†	<a href="#">Amendment No. 3 to Agreement, dated April 6, 2021, between Airbus S.A.S. and Air Lease Corporation</a>	10-Q 001-35121	10.6	August 5, 2021
†	<a href="#">Amendment No. 4 to Agreement, dated July 7, 2021, between Air Lease Corporation and Airbus S.A.S.</a>	10-Q 001-35121	10.3	November 4, 2021
†	<a href="#">Amendment No. 5 to the Agreement, dated July 31, 2021, between Air Lease Corporation and Airbus S.A.S.</a>	10-Q 001-35121	10.4	November 4, 2021
†	<a href="#">Amendment No. 6 to the Agreement, dated March 25, 2022, between Air Lease Corporation and Airbus S.A.S.</a>	10-Q 001-35121	10.4	May 5, 2022
†	<a href="#">Agreement, dated December 20, 2019, among Airbus S.A.S. and Airbus Canada Limited Partnership and Air Lease Corporation</a>	10-K 001-35121	10.123	February 14, 2020
†	<a href="#">Amendment No. 1 to Agreement, dated December 20, 2021, between Airbus S.A.S. and Air Lease Corporation</a>	10-K 001-35121	10.165	February 17, 2022
†	<a href="#">Amendment No. 2 to Agreement, dated January 11, 2022, between Airbus S.A.S. and Air Lease Corporation</a>	10-Q 001-35121	10.1	May 5, 2022
†	<a href="#">Amendment No. 3 to Agreement, dated November 6, 2023, between Airbus S.A.S. and Air Lease Corporation</a>			Filed herewith
†	<a href="#">Agreement dated June 20, 2023, by and between Airbus S.A.S. and Air Lease Corporation.</a>	10-Q 001-35121	10.13	August 3, 2023
†	<a href="#">A220 Purchase Agreement, dated December 20, 2019, by and between Airbus Canada Limited Partnership and Air Lease Corporation</a>	10-K 001-35121	10.124	February 14, 2020
†	<a href="#">Amendment No. 1 to the A220 Purchase Agreement, dated August 31, 2020, by and between Air Lease Corporation and Airbus Canada Limited Partnership</a>	10-Q 001-35121	10.5	November 9, 2020
†	<a href="#">Amendment No. 2 to the A220 Purchase Agreement, dated April 6, 2021, by and between Air Lease Corporation and Airbus Canada Limited Partnership.</a>	10-Q 001-35121	10.2	August 5, 2021

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Exhibit	Description	Form	Incorporated by Reference	
			File No. Exhibit	Filing Date
†	<a href="#">Amendment No. 3 to the A220 Purchase Agreement, dated June 3, 2010, by and between Air Lease Corporation and Airbus Canada Limited Partnership.</a>	10-Q 001-35121	10.3	August 5, 2021
†	<a href="#">Amendment No. 4 to the A220 Purchase Agreement, dated December 20, 2021, by and between Air Lease Corporation and Airbus Canada Limited Partnership.</a>	10-K 001-35121	10.170	February 17, 2022
†	<a href="#">Amendment No. 5 to the A220 Purchase Agreement, dated March 25, 2020, by and between Air Lease Corporation and Airbus Canada Limited Partnership.</a>	10-Q 001-35121	10.2	May 5, 2022
†	<a href="#">Amendment No. 6 to the A220 Purchase Agreement, dated July 15, 2010, by and between Air Lease Corporation and Airbus Canada Limited Partnership.</a>	10-Q 001-35121	10.1	November 3, 2022
†	<a href="#">Amendment No. 7 to the A220 Purchase Agreement, dated August 31, 2022, by and between Air Lease Corporation and Airbus Canada Limited Partnership.</a>	10-Q 001-35121	10.2	November 3, 2022
†	<a href="#">Amendment No. 8 to the A220 Purchase Agreement, dated October 3, 2012, by and between Air Lease Corporation and Airbus Canada Limited Partnership.</a>	10-K 001-35121	10.190	February 16, 2023
†	<a href="#">Amendment No. 9 to the A220 Purchase Agreement, dated July 6, 2010, by and between Air Lease Corporation and Airbus Canada Limited Partnership.</a>	10-Q 001-35121	10.1	November 6, 2023
†	<a href="#">2021 Agreement, dated December 20, 2021, between Airbus S.A.S. and Air Lease Corporation</a>	10-K 001-35121	10.171	February 17, 2022
§	<a href="#">Tax Equalization Understanding between Air Lease Corporation and Jibe Chen, dated June 5, 2019</a>	8-K 001-35121	10.3	June 7, 2019
§	<a href="#">Air Lease Corporation Annual Cash Bonus Plan</a>	8-K 001-35121	10.1	November 14, 2018
§	<a href="#">Air Lease Corporation 2014 Equity Incentive Plan</a>	10-Q 001-35121	10.2	May 8, 2014
§	<a href="#">Air Lease Corporation 2023 Equity Incentive Plan</a>	8-K 001-35121	10.1	May 5, 2023
§	<a href="#">Form of Grant Notice (Deferral) and Form of Restricted Stock Units Award Agreement (Deferral) for Non-Employee Directors under the Air Lease Corporation 2014 Equity Incentive Plan</a>	10-K 001-35121	10.41	February 26, 2015
§	<a href="#">Form of Grant Notice (Deferral) and Form of Restricted Stock Units Award Agreement for non-employee directors under the Air Lease Corporation 2014 Equity Incentive Plan, for awards granted beginning May 9, 2018</a>	10-Q 001-35121	10.3	August 9, 2018
§	<a href="#">Form of Grant Notice and Form of Book Value and Total Stockholder Restricted Stock Units Award Agreement for Messrs. John L. Plueger and Steven F. Udvar-Házy under the Air Lease Corporation 2014 Equity Incentive Plan, for awards granted beginning February 20, 2018</a>	10-Q 001-35121	10.3	May 10, 2018
§	<a href="#">Form of Grant Notice (Time-Based Vesting) and Form of Restricted Stock Units Award (Time-Based Vesting) Agreement for Messrs. John L. Plueger and Steven F. Udvar-Házy under the Air Lease Corporation 2014 Equity Incentive Plan, for awards granted beginning February 20, 2018</a>	10-Q 001-35121	10.1	May 10, 2018
§	<a href="#">Form of Grant Notice and Form of Book Value and Total Stockholder Restricted Stock Units Award Agreement for officers (Executive Vice President and below) and other employees under the Air Lease Corporation 2014 Equity Incentive Plan, for awards granted beginning February 20, 2018</a>	10-Q 001-35121	10.2	May 10, 2018
§	<a href="#">Form of Grant Notice (Time-Based Vesting) and Form of Restricted Stock Units Award (Time-Based Vesting) Agreement for officers (Executive Vice President and below) and other employees under the Air Lease Corporation 2014 Equity Incentive Plan, for awards granted beginning February 20, 2018</a>	10-Q 001-35121	10.4	May 4, 2017





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it er	Exhibit Description	Form	Incorporated by Reference		
			File No.	Exhibit	Filing Date
§	<a href="#">Form of Grant Notice and Standard Terms and Conditions for 2023 Equity Incentive Plan — Non-employee Director Restricted Stock Units</a>	10-Q 001-35121	10.3		August 3, 2023
§	<a href="#">Form of Grant Notice and Standard Terms and Conditions for 2023 Equity Incentive Plan — Non-employee Director Restricted Stock Units (Deferral)</a>	10-Q 001-35121	10.4		August 3, 2023
§	<a href="#">Form of Grant Notice and Standard Terms and Conditions for 2023 Equity Incentive Plan — Messrs. John L. Plueger and Steven F. Udvar-Házy Book Value Restricted Stock Units</a>	10-Q 001-35121	10.5		August 3, 2023
§	<a href="#">Form of Grant Notice and Standard Terms and Conditions for 2023 Equity Incentive Plan — Messrs. John L. Plueger and Steven F. Udvar-Házy TSR Restricted Stock Units</a>	10-Q 001-35121	10.6		August 3, 2023
§	<a href="#">Form of Grant Notice and Standard Terms and Conditions for 2023 Equity Incentive Plan — Messrs. John L. Plueger and Steven F. Udvar-Házy Time-Based Restricted Stock Units</a>	10-Q 001-35121	10.7		August 3, 2023
§	<a href="#">Form of Grant Notice and Standard Terms and Conditions for 2023 Equity Incentive Plan — Mr. Steven F. Udvar-Házy Time-Based Restricted Stock Units (Bonus)</a>	10-Q 001-35121	10.8		August 3, 2023
§	<a href="#">Form of Grant Notice and Standard Terms and Conditions for 2023 Equity Incentive Plan — Executive Vice Presidents and Below Book Value Restricted Stock Units</a>	10-Q 001-35121	10.9		August 3, 2023
§	<a href="#">Form of Grant Notice and Standard Terms and Conditions for 2023 Equity Incentive Plan — Executive Vice Presidents and Below TSR Restricted Stock Units</a>	10-Q 001-35121	10.10		August 3, 2023
§	<a href="#">Form of Grant Notice and Standard Terms and Conditions for 2023 Equity Incentive Plan — Executive Vice Presidents and Below Time-Based Restricted Stock Units</a>	10-Q 001-35121	10.11		August 3, 2023
§	<a href="#">Severance Agreement, dated as of July 1, 2016, by and between Air Lease Corporation and Steven F. Udvar-Házy</a>	10-Q 001-35121	10.2		August 4, 2016
§	<a href="#">Severance Agreement, dated as of July 1, 2016, by and between Air Lease Corporation and John L. Plueger</a>	10-Q 001-35121	10.3		August 4, 2016
§	<a href="#">Air Lease Corporation Executive Severance Plan, adopted February 22, 2017, as amended on May 3, 2017</a>	10-Q 001-35121	10.1		May 4, 2017
§	<a href="#">Form of Indemnification Agreement with directors and officers</a>	S-1 333-171734	10.12		February 22, 2011
§	<a href="#">Form of Indemnification Agreement with Company directors and Section 10(b) officers (as defined in Rule 16a-1(f) under the Securities Exchange Act of 1934, as amended), adopted February 13, 2020</a>	10-Q 001-35121	10.5		May 7, 2020
§	<a href="#">Air Lease Corporation Non-Employee Director Compensation (as amended May 8, 2019)</a>	10-K 001-35121	10.148		February 14, 2020
§	<a href="#">Employment Agreement between ALC Aircraft Limited and Steven F. Udvar-Házy, dated February 14, 2023.</a>	10-K 001-35121	10.212		February 16, 2023
§	<a href="#">Employment Agreement between ALC Aircraft Limited and John L. Plueger, dated February 14, 2023.</a>	10-K 001-35121	10.213		February 16, 2023
§	<a href="#">Letter Agreement between Air Lease Corporation and Steven F. Udvar-Házy, dated February 14, 2023.</a>	10-K 001-35121	10.214		February 16, 2023
§	<a href="#">Letter Agreement between Air Lease Corporation and John L. Plueger, dated February 14, 2023.</a>	10-K 001-35121	10.215		February 16, 2023
	<a href="#">List of Significant Subsidiaries of Air Lease Corporation</a>				Filed herewith
	<a href="#">Consent of Independent Registered Accounting Firm</a>				Filed herewith
	<a href="#">Certification of the Principal Executive Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.</a>				Filed herewith

it er	Exhibit Description	Form	Incorporated by Reference	
			File No.Exhibit	Filing Date
	<a href="#">Certification of the Principal Financial Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.</a>			Filed herewith
	<a href="#">Certification of the Chief Executive Officer Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.</a>			Furnished herewith
	<a href="#">Certification of the Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.</a>			Furnished herewith
	<a href="#">Incentive Compensation Recoupment Policy</a>			Filed herewith
S	Inline XBRL Instance Document (the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document)			Filed herewith
3H	XBRL Taxonomy Extension Schema			
3L	XBRL Taxonomy Extension Calculation Linkbase			
3F	XBRL Taxonomy Extension Definition Linkbase			
3B	XBRL Taxonomy Extension Label Linkbase			
3E	XBRL Taxonomy Extension Presentation Linkbase			
	Cover Page Interactive Data File (formatted in Inline XBRL and contained in Exhibit 101)			
†	The Company has either (i) omitted confidential portions of the referenced exhibit and filed such confidential portions separately with the Securities and Exchange Commission pursuant to a request for confidential treatment under Rule 406 promulgated under the Securities Act of 1933 or (ii) omitted portions of the referenced exhibit pursuant to Item 601(b) of Regulation S-K because it (a) is not material and (b) would be competitively harmful if publicly disclosed.			
§	Management contract or compensatory plan or arrangement.			

## ITEM 16. FORM 10-K SUMMARY

None.

## SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) 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, on February 15, 2024.

AIR LEASE CORPORATION

By: /s/ Gregory B. Willis  
Gregory B. Willis  
Executive Vice President and Chief Financial Officer  
(Principal Financial Officer and Principal Accounting Officer)

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Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated:

<u>Signature</u>	<u>Title</u>	<u>Date</u>
<u>/s/ Steven F. Udvar-Házy</u> Steven F. Udvar-Házy	Executive Chairman of the Board of Directors	February 15, 2024
<u>/s/ John L. Plueger</u> John L. Plueger	Chief Executive Officer and President (Principal Executive Officer)	February 15, 2024
<u>/s/ Matthew J. Hart</u> Matthew J. Hart	Director	February 15, 2024
<u>/s/ Yvette Hollingsworth Clark</u> Yvette Hollingsworth Clark	Director	February 15, 2024
<u>Cheryl Gordon Krongard</u>	Director	
<u>/s/ Marshall O. Larsen</u> Marshall O. Larsen	Director	February 15, 2024
<u>/s/ Susan R. McCaw</u> Susan R. McCaw	Director	February 15, 2024
<u>/s/ Robert A. Milton</u> Robert A. Milton	Director	February 15, 2024
<u>/s/ Ian M. Saines</u> Ian M. Saines	Director	February 15, 2024

**NEW LENDER SUPPLEMENT**

SUPPLEMENT, dated as of December 15, 2023, to the Second Amended and Restated Credit Agreement, dated as of May 5, 2014, as amended by the First Amendment dated as of June 1, 2015, by the Second Amendment dated as of May 27, 2016, by the Third Amendment dated as of May 2, 2017, by the Fourth Amendment dated as of May 2, 2018, by the Fifth Amendment dated as of May 3, 2019, by the Sixth Amendment and Extension Agreement, dated as of April 29, 2021, by the Seventh Amendment and Extension Agreement, dated as of April 26, 2022, by the Eighth Amendment and Extension Agreement, dated as of April 25, 2023, and as further amended, supplemented or otherwise modified from time to time (the "Credit Agreement") among AIR LEASE CORPORATION, a Delaware corporation (the "Borrower"), the several banks and other financial institutions or entities from time to time parties thereto (the "Lenders"), and JPMORGAN CHASE BANK, N.A., as administrative agent (the "Administrative Agent").

**WITNESSETH:**

WHEREAS, the Credit Agreement provides in Section 2.1(c) thereof that any bank, financial institution or other entity may become a party to the Credit Agreement with the consent of the Borrower and the Administrative Agent (which consent of the Administrative Agent shall not be unreasonably withheld) by executing and delivering to the Borrower and the Administrative Agent a supplement to the Credit Agreement in substantially the form of this Supplement; and

WHEREAS, the undersigned now desires to become a party to the Credit Agreement;

NOW, THEREFORE, the undersigned hereby agrees as follows:

1. As of the Effective Date hereof, the undersigned agrees to be bound by the provisions of the Credit Agreement, and agrees that it shall, on the date this Supplement is accepted by the Borrower and the Administrative Agent (the "Effective Date"), become a Lender for all purposes of the Credit Agreement to the same extent as if originally a party thereto, with a Commitment of \$250,000,000.

2. The undersigned (a) represents and warrants that it is legally authorized to enter into this Supplement; (b) confirms that it has received a copy of the Credit Agreement, together with copies of the financial statements most recently delivered pursuant to Sections 6.1(a) and (b) thereof and such other documents and information as it has deemed appropriate to make its own credit analysis and decision to enter into this Supplement; (c) agrees that it has made and will, independently and without reliance upon the Administrative Agent or any other Lender and based on such documents and information as it shall deem appropriate at the time, continue to make its own credit decisions in taking or not taking action under the Credit Agreement or any instrument or document furnished pursuant hereto or thereto; (d) appoints and authorizes the Administrative Agent to take such action as agent on its behalf and to exercise such powers and discretion under the Credit Agreement or any instrument or document furnished pursuant hereto or thereto as are delegated to the Administrative Agent by the terms thereof, together with such powers as are incidental thereto; and (e) agrees that it will be bound by the provisions of the Credit Agreement and will perform in accordance with its terms all the obligations which by the terms of the Credit Agreement are required to be performed by it as a Lender including, without limitation, if it is organized under the laws of a jurisdiction outside the United States, its obligation pursuant to Section 2.15(e) of the Credit Agreement.

3. The undersigned hereby confirms and agrees that the Termination Date in respect of its Commitment is May 5, 2027.

4. The address for notices for the undersigned for the purposes of the Credit Agreement is as follows:

Emirates NBD Bank PJSC  
Corporate & Institutional Banking  
ENBD Group Head Office Branch, 7th Floor  
P.O. Box 777, Baniyas Road, Deira

Dubai, UAE  
Tel: [\*]

***For Credit Matters:***

Attention:	Ahmed Zeeshan, Ketan Jagtap, Prashant Gandhi, Credit Operations
Email:	[*]
	[*]
	[*]
	[*]
Telephone:	[*]
Fax/Telex/SWIFT:	[*]

***For Operational Matters:***

Attention:	Ahmed Zeeshan, Floyd Donatus Fernandes, Syed Hareem Ul Hasan, Sajeev Puthiya Veetil, Credit Operations
Email:	[*]
	[*]
	[*]
	[*]
	[*]
	[*]
	[*]
Telephone:	[*]
Fax/Telex/SWIFT:	[*]

5. Terms defined in the Credit Agreement shall have their defined meanings when used herein.

6. Delivery of an executed signature page of this Supplement by email or facsimile transmission shall be effective as delivery of a manually executed counterpart hereof. The words "executed", "execution," "signed," "signature," "delivery," and words of like import in or relating to this Supplement, shall be deemed to include Electronic Signatures, deliveries or the keeping of records in any electronic form (including deliveries by telecopy, emailed pdf. or any other electronic means that reproduces an image of an actual executed signature page), each of which shall be of the same legal effect, validity or enforceability as a manually executed signature, physical delivery thereof or the use of a paper-based recordkeeping system, as the case may be. For the avoidance of doubt, the foregoing also applies to any amendment, extension or renewal of this Supplement.

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IN WITNESS WHEREOF, the undersigned has caused this Supplement to be executed and delivered by a duly authorized officer on the date first above written.

EMIRATES NBD BANK PJSC

By: /s/ Ahmed Zeeshan

Name: Ahmed Zeeshan

Title: Senior Director

*[Signature Page to Emirates NBD New Lender Supplement]*

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Accepted and agreed to as of  
the date first written above:

AIR LEASE CORPORATION

By: /s/ Gregory B. Willis  
Name: Gregory B. Willis  
Title: Executive Vice President and Chief  
Financial Officer

*[Signature Page to Emirates NBD New Lender Supplement]*

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Accepted and agreed to as of  
the date first written above:

JPMORGAN CHASE BANK, N.A. as Administrative Agent

By: /s/ James M. Shender  
Name: James M. Shender  
Title: Executive Director

*[Signature Page to Emirates NBD New Lender Supplement]*

CERTAIN IDENTIFIED INFORMATION MARKED BY [\*] HAS BEEN EXCLUDED FROM THIS EXHIBIT BECAUSE IT IS BOTH (I) NOT MATERIAL AND (II) THE TYPE OF INFORMATION THAT THE REGISTRANT BOTH CUSTOMARILY AND ACTUALLY TREATS AS PRIVATE AND CONFIDENTIAL.

**AMENDMENT N° 19**

**TO THE**

**A350 FAMILY PURCHASE AGREEMENT**

**BETWEEN**

**AIRBUS S.A.S.**

**as Seller**

**and**

**AIR LEASE CORPORATION**

**As Buyer**

**AMENDMENT N° 19 TO THE  
A350 FAMILY PURCHASE AGREEMENT**

This amendment N°19 (the "**Amendment N°19**") dated 12 October 2023 is made

BETWEEN:

**AIRBUS S.A.S.**, a *société par actions simplifiée*, created and existing under French law having its registered office at 2, rond-point Emile Dewoitine, 31700 Blagnac, France (the "**Seller**"),

and

**AIR LEASE CORPORATION**, a corporation organised and existing under the laws of the State of Delaware, U.S.A., having its principal place of business at 2000 Avenue of the Stars, Suite 1000N, Los Angeles, California 90067, U.S.A. (the "**Buyer**").

The Buyer and Seller together are referred to as the "**Parties**" and individually as a "**Party**".

**WHEREAS:**

- A. The Buyer and the Seller have signed a purchase agreement with reference CLC-CT1103521 on 01 February 2013 for the manufacture and sale by the Seller and purchase by the Buyer of twenty-five (25) firm A350 Family aircraft hereinafter together with its Exhibits and Letter Agreements referred to as the "**Purchase Agreement**".
- B. On 03 March 2015, the Buyer and the Seller entered into an Amendment N°1 to the Purchase Agreement to modify the terms and conditions with respect to certain A350XWB Family Aircraft.
- C. On 03 March 2015, the Buyer and the Seller entered into an Amendment N°2 to the Purchase Agreement in order to, among other things, provide for the manufacture and sale by the Seller and purchase by the Buyer of one (1) incremental A350-900 Aircraft.
- D. On 08 September 2015, the Buyer and the Seller entered into an Amendment N°3 to the Purchase Agreement for (i) the manufacture and sale by the Seller and purchase by the Buyer of two (2) incremental A350-900 Aircraft and (ii) [\*].
- E. On 14 April 2016, the Buyer and the Seller entered into an Amendment N°4 to the Purchase Agreement in order to (i) provide the terms by which the Seller shall manufacture and sell and the Buyer shall purchase one (1) incremental A350-900 Aircraft, and (ii) [\*].
- F. On 25 May 2016, the Buyer and the Seller entered into an Amendment N°5 to the Purchase Agreement in order to [\*].
- G. On 18 July 2016, the Buyer and the Seller entered into an Amendment N°6 to the Purchase Agreement in order to, among other things, (i) address specifications issues for both A350-900 Aircraft and A350-1000 Aircraft, (ii) [\*] and (iii) [\*].
- H. On 31 July 2017, the Buyer and the Seller entered into an Amendment N°7 to the Purchase Agreement in order to [\*].
- I. On 27 December 2017, the Buyer and the Seller entered into an Amendment N°8 to the Purchase Agreement in order to [\*].
- J. On 01 June 2018, the Buyer and the Seller entered into an Amendment N°9 to the Purchase Agreement in order to [\*].
- K. On 31 December 2018, the Buyer and the Seller agreed to [\*].

- L. [ \* ], the Buyer and the Seller have entered into an amendment N° 5 to the A330 Agreement dated as of 31 December 2018 to provide for [ \* ].
- M. On 31 December 2018, the Buyer and the Seller entered into an Amendment N°10 to the Purchase Agreement in order to, among other things, (i) provide the terms under which the Seller shall manufacture and sell and the Buyer shall purchase three (3) incremental A350-900 aircraft and one (1) A350-1000 aircraft and (ii) [ \* ].
- N. On 26 April 2019, the Buyer and the Seller entered into an Amendment and Restatement Agreement of Letter Agreement N°1 to Amendment N°10 in order to cancel and replace Clause 4 of the Original Letter Agreement.
- O. On 15 May 2019, the Buyer and the Seller entered into an Amendment N°11 in order to [ \* ].
- P. On 20 December 2019, the Buyer and the Seller entered into an Amendment N°12 in order to (i) provide the terms under which the Seller shall manufacture and sell and the Buyer shall purchase one (1) incremental A350-900 aircraft, [ \* ].
- Q. On 21 February 2020, the Buyer and the Seller entered into an Amendment N°13 in order to [ \* ].
- R. On 30 June 2020, the Buyer and the Seller entered into an Amendment N°14 in order to [ \* ].
- S. On 31 August 2020, the Buyer and the Seller entered into an Amendment N°15 in order to [ \* ].
- T. On 29 October 2021, the Buyer and the Seller entered into an Amendment N°16 in order to [ \* ].
- U. On 20 December 2021, the Buyer and the Seller entered into an Amendment N°17 in order to (i) provide the terms by which the Seller shall manufacture and sell and the Buyer shall purchase seven (7) A350 Freighter aircraft, (ii) [ \* ], and (iii) [ \* ].
- V. On 11 January 2022, the Buyer and the Seller entered into an Amendment N°18 in order to [ \* ].

The Purchase Agreement as amended and supplemented pursuant to the foregoing being referred to as the **'Agreement'**.

- W. The Parties now wish to enter into this Amendment N°19 in order to, among other things, [ \* ].

The terms "herein", "hereof" and "hereunder" and words of similar import refer to this Amendment N°19. Capitalized terms used herein and not otherwise defined herein shall have the meanings assigned thereto in the Agreement.

**NOW IT IS HEREBY AGREED AS FOLLOWS:**

**1**     [\*]

## **2     DELIVERY SCHEDULE**

By virtue of the changes contemplated in clause 1.2 above, the table in Clause 9.1 of the Agreement, as amended from time to time, is hereby deleted in its entirety and replaced by the table set forth in Appendix 1 hereto.

**3**     [\*]

## **4     INCONSISTENCY AND CONFIDENTIALITY**

- 4.1 In the event of any inconsistency between the terms and conditions of the Agreement and those of this Amendment N°19, the latter shall prevail to the extent of such inconsistency, whereas the part of the Agreement not concerned by such inconsistency shall remain in full force and effect.
- 4.2 This Amendment N°19 reflects the understandings, commitments, agreements, representations and negotiations related to the matters set forth herein whatsoever, oral and written, and may not be varied except by an instrument in writing of even date herewith or subsequent hereto executed by the duly authorised representatives of both Parties.
- 4.3 This Amendment N°19 shall be treated by both Parties as confidential and shall not be released in whole or in part to any third party without the prior consent of the other Party except as may be required by law, or to professional advisors for the implementation hereof.

## **5     COUNTERPARTS**

This Amendment N°19 may be executed by the Parties in separate counterparts, each of which when so executed and delivered shall be an original, but all such counterparts shall together constitute one and the same instrument.

## **6     LAW AND JURISDICTION**

This Amendment N°19 will be governed by and construed and the performance thereof will be determined in accordance with the laws of the State of New York, without giving effect to its conflicts of laws provisions that would result in the application of the law of any other jurisdiction.

The other provisions of Clause 22.6 of the Purchase Agreement shall apply to this Amendment N°19 as if the same were set out in full herein, mutatis mutandis.

IN WITNESS WHEREOF this Amendment N°19 was entered into the day and year first above written.

For and on behalf of

For and on behalf of

**AIR LEASE CORPORATION**

**AIRBUS S.A.S.**

/s/ Grant Levy

/s/ Benoît de Saint Exupéry

By: /s/ Grant Levy

By: /s/ Benoît de Saint-Exupéry

Its: Executive Vice President

Its: Executive Vice President, Contracts

## APPENDIX 1

### Delivery Schedule

[illegible]

## LETTER AGREEMENT N° 1

### AIR LEASE CORPORATION

2000 Avenue of the Stars, Suite 1000N  
Los Angeles, California 90067, U.S.A.

October 12, 2023

Subject : **SPECIFIC PROVISIONS**

AIR LEASE CORPORATION (the "**Buyer**") and AIRBUS S.A.S. (the "**Seller**") have entered into an Amendment N°19 dated even date herewith (the "**Amendment**") to the A350XWB Family Purchase Agreement dated as of 01 February 2013 (the "**Agreement**"), [\*]. The Buyer and the Seller have agreed to set forth in this Letter Agreement N°1 to the Amendment (the "**Letter Agreement**") certain additional terms and conditions regarding certain Aircraft.

Capitalized terms used herein and not otherwise defined in this Letter Agreement shall have the meanings assigned thereto in the Agreement and the Amendment.

The Parties agree that this Letter Agreement, upon execution thereof, shall constitute an integral, non-severable part of the Amendment, that the provisions of the Amendment are hereby incorporated herein by reference, and that if the Agreement, the Amendment and this Letter Agreement have specific provisions which are inconsistent, the specific provisions contained in this Letter Agreement shall govern.

Amendment N°19 to the ALC A350 Family PA – Letter Agreement N°1

Ref. CLC - CT2209033

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## LETTER AGREEMENT N° 1

### 1 SPECIFIC PROVISIONS FOR [\*] AIRCRAFT

### 2 [\*]

### 3 ASSIGNMENT

The provisions of Clause 21 of the Agreement shall apply to this Letter Agreement as if the same were set out in full herein, mutatis mutandis.

### 4 LAW AND JURISDICTION

This Letter Agreement will be governed by and construed and the performance thereof will be determined in accordance with the laws of the State of New York, without giving effect to its conflicts of laws provisions that would result in the application of the law of any other jurisdiction.

The other provisions of Clause 22.6 of the Purchase Agreement shall apply to this Letter Agreement as if the same were set out in full herein, mutatis mutandis.

**LETTER AGREEMENT N° 1**

If the foregoing correctly sets forth our understanding, please execute two (2) originals in the space provided below and return one (1) original of this Letter Agreement to the Seller.

on behalf of

For and on behalf of

**SE CORPORATION**

**AIRBUS S.A.S.**

By: /s/ Grant Levy

By: /s/ Benoît de Saint-Exupéry

Its: Executive Vice President

Its: Executive Vice President, Contracts

CERTAIN IDENTIFIED INFORMATION MARKED BY [\*] HAS BEEN EXCLUDED FROM THIS EXHIBIT BECAUSE IT IS BOTH (I) NOT MATERIAL AND (II) THE TYPE OF INFORMATION THAT THE REGISTRANT BOTH CUSTOMARILY AND ACTUALLY TREATS AS PRIVATE AND CONFIDENTIAL.

Supplemental Agreement No. 34

to

Purchase Agreement No. PA-03791

between

THE BOEING COMPANY

and

AIR LEASE CORPORATION

THIS SUPPLEMENTAL AGREEMENT NO. 34 is entered into as of November 29, 2023 (**Supplemental Agreement No. 34**), by and between THE BOEING COMPANY (**Boeing**) and AIR LEASE CORPORATION (**Customer**).

WHEREAS, Boeing and Customer have entered into Purchase Agreement No. PA-03791 dated as of July 3, 2012, as amended and supplemented (**Purchase Agreement**) relating to the purchase and sale of models 737-8 and 737-9 aircraft (collectively, **737-8 Aircraft** and **737-9 Aircraft**); and

WHEREAS, Boeing and Customer desire to amend the Purchase Agreement to [\*].

NOW THEREFORE, in consideration of the mutual covenants herein contained, the parties agree to amend the Purchase Agreement as follows:

1. TABLE OF CONTENTS.

The Table of Contents is deleted in its entirety and replaced by an updated Table of Contents, which is provided as Enclosure 1 to this Supplemental Agreement No. 34 and incorporated into the Purchase Agreement by this reference. The updated Table of Contents reflects the revisions set forth in this Supplemental Agreement No. 34.

2. TABLE.

2.1 A new Table 1M entitled "737-8 Block M (January 2024 Base) Aircraft Delivery, Description, Price and Advance Payments" is provided as Enclosure 2 to this Supplemental Agreement No. 34 and is incorporated into the Purchase Agreement by this reference. This new Table 1M reflects [\*].

3. SUPPLEMENTAL EXHIBIT

3.1 Supplemental Exhibit BFE1 entitled "Buyer Furnished Equipment Variables" is hereby deleted in its entirety and replaced with a revised Supplemental Exhibit BFE1R1 entitled "Buyer Furnished Equipment Variables" which is provided as

Enclosure 3 to this Supplemental Agreement No. 34 and incorporated into the Purchase Agreement by this reference.

4. LETTER AGREEMENTS

4.1 Letter Agreement No. HAZ-PA-03791-LA-1208078R12 entitled "[\*]" is deleted in its entirety and replaced with a revised Letter Agreement No. HAZ-PA-03791-LA-1208078R13 entitled "[\*]" ([\*]), which is provided as Enclosure 4 to this Supplemental Agreement No. 34 and incorporated into the Purchase Agreement by this reference.

4.2 Letter Agreement No. HAZ-PA-03791-LA-1208090R15 entitled "[\*]" is deleted in its entirety and replaced with a revised Letter Agreement No. HAZ-PA-03791-LA-1208090R16 entitled "[\*]" which is provided as Enclosure 5 to this Supplemental Agreement No. 34 and incorporated into the Purchase Agreement by this reference.

4.3 A new Letter Agreement No. HAZ-PA-03791-LA-2302334 entitled "[\*]" is provided as Enclosure 6 to this Supplemental Agreement No. 34 and incorporated into the Purchase Agreement by this reference.

5. [\*]

6. MISCELLANEOUS

6.1 All terms used but not defined in this Supplemental Agreement No. 34 will have the same meaning as such terms have in the Purchase Agreement.

6.2 All terms and conditions of the Purchase Agreement not specifically amended by this Supplemental Agreement No. 34 remain unamended and in full force and effect, and shall apply to this Agreement.

6.3 This Supplemental Agreement No. 34 will become effective upon execution and receipt by both parties of this Supplemental Agreement No. 34. The terms of this Supplemental Agreement No. 34 will expire if not executed by November 30, 2023.

EXECUTED IN DUPLICATE as of the day and year first above written.

THE BOEING COMPANY

AIR LEASE CORPORATION

By: Matthew Cram

By: /s/ Grant Levy

Its: Attorney-In-Fact

Its: Executive Vice President

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Article 2.	Delivery Schedule
Article 3.	Price
Article 4.	Payment
Article 5.	Additional Terms

**SA No.**

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Table 1M

Purchase Agreement No. PA-03791

737-8 Block M [\*] Aircraft Delivery, Description, Price and Advance Payments

Enclosure 2

Airframe Model/MTOW:	737-8	182,200 pounds	Detail Specification:	D019A008-AA (11/18/2022)
Engine Model/Thrust:	CFMLEAP-1B27	26,400 pounds	Airframe Price Base Year/Escalation Formula:	[*] [*]
Airframe Price:		[*]	Engine Price Base Year/Escalation Formula:	
Optional Features:		[*]		
Sub-Total of Airframe and Features:		[*]	Airframe Escalation Data:	
Engine Price (Per Aircraft):		[*]	Base Year Index (ECI):	[*]
Aircraft Basic Price (Excluding BFE/SPE):		[*]	Base Year Index (CPI):	[*]
Buyer Furnished Equipment (BFE) Estimate:		[*]		
Seller Purchased Equipment (SPE)/In-Flight Entertainment (IFE)//		[*]		
Estimate:				
LIFT Seats Provided by Boeing (Estimate):		[*]		
Deposit per Aircraft:		[*]		

Delivery Date	Number of Aircraft	Escalation Factor (Airframe)	MSN	Escalation Estimate Adv Payment Base Price Per A/P	Advance Payment Per Aircraft (Amts. Due/Mos. Prior to Delivery):			
					[*]	[*]	[*]	[*]
					[*]	[*]	[*]	[*]
[*]-2028	1	[*]		[*]	[*]	[*]	[*]	[*]
[*]-2028	1	[*]		[*]	[*]	[*]	[*]	[*]

Total: 2

[\*]

[\*]



**BUYER FURNISHED EQUIPMENT VARIABLES**  
**between**  
**THE BOEING COMPANY**  
**and**  
**Air Lease Corporation**  
**Supplemental Exhibit BFE1R1**  
**to Purchase Agreement Number PA-03791**

**BUYER FURNISHED EQUIPMENT VARIABLES**

**relating to**

**BOEING MODEL 737-8 and 737-9 AIRCRAFT**

This Supplemental Exhibit BFE1 contains supplier selection dates, on-dock dates and other requirements applicable to the Aircraft.

1. Supplier Selection.

Customer will:

Select and notify Boeing of the suppliers and part numbers of the following BFE items by the following dates:

\* Confidential material omitted and filed separately with the Securities and Exchange Commission pursuant to a request for confidential treatment.

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Galley System	[*]
Galley Inserts	[*]
Seats (passenger)	[*]
Overhead & Audio System	[*]
In-Seat Video System	[*]
Miscellaneous Emergency Equipment	[*]
Cargo Handling Systems* (Single Aisle Programs only)	[*]

\*[\*].

\*\*[\*].

Customer will enter into initial agreements with the selected Galley System, Galley Inserts, Seats, and In-Seat Video System suppliers on or before [\*] after the above supplier selection dates to actively participate with Customer and Boeing in coordination actions including the Initial Technical Coordination Meeting (**ITCM**).

\* Confidential material omitted and filed separately with the Securities and Exchange Commission pursuant to a request for confidential treatment.

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2. On-dock Dates and Other Information.

On or before [\*] prior to delivery, Boeing will provide to Customer the BFE Requirements electronically through My Boeing Fleet (**MBF** in My Boeing Configuration **MBC**). These requirements may be periodically revised, setting forth the items, quantities, on-dock dates and shipping instructions and other requirements relating to the in-sequence installation of BFE. For planning purposes, preliminary BFE on-dock dates are set forth below:

[\*]

3. Additional Delivery Requirements - Import

Customer will be the **'importer of record'** (as defined by the U.S. Customs and Border Protection) for all BFE imported into the United States, and as such, it has the responsibility to ensure all of Customer's BFE shipments comply with U.S. Customs Service regulations. In the event Customer requests Boeing, in writing, to act as importer of record for Customer's BFE, and Boeing agrees to such request, Customer is responsible for ensuring Boeing can comply with all U.S. Customs Import Regulations by making certain that, at the time of shipment, all BFE shipments comply with the requirements in the "International Shipment Routing Instructions", including the Customs Trade Partnership Against Terrorism (**C-TPAT**), as set out on the Boeing website referenced below. Customer agrees to include the International Shipment Routing Instructions, including C-TPAT requirements, in each contract between Customer and BFE supplier.

[http://www.boeing.com/companyoffices/doingbiz/supplier\\_portal/index\\_general.html](http://www.boeing.com/companyoffices/doingbiz/supplier_portal/index_general.html)

\* Confidential material omitted and filed separately with the Securities and Exchange Commission pursuant to a request for confidential treatment.

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HAZ-PA-03791-LA-1208078R13

Air Lease Corporation  
2000 Avenue of the Stars, Suite 1000N  
Los Angeles, CA 90067

Subject: Advance Payment Matters

Reference: Purchase Agreement No. PA-03791 (**Purchase Agreement**) between The Boeing Company (**Boeing**) and Air Lease Corporation (**Customer**) relating to Model 737-8 and 737-9 aircraft (**Aircraft**)

This letter agreement (**Letter Agreement**) cancels and supersedes all previous versions with an acceptance date prior to the acceptance date indicated below and amends and supplements the Purchase Agreement. All terms used but not defined in this Letter Agreement shall have the same meaning as in the Purchase Agreement.

The Purchase Agreement incorporates the terms and conditions of HAZ-AGTA between Boeing and Customer. This Letter Agreement modifies certain terms and conditions of the AGTA with respect to the Aircraft.

1. Deferred Advance Payment Schedule.

1.1 Notwithstanding the Aircraft advance payment schedule provided in Table 1 of the Purchase Agreement, Customer may elect to pay an alternative fixed advance payment schedule for the Aircraft, as set forth below (**Alternative Advance Payment Schedule**).

[\*]

2. [\*]

3. [\*]

4. [\*]

5. Assignment.

Notwithstanding any other provisions of the Purchase Agreement, the rights and obligations described in this Letter Agreement are provided to Customer in consideration of Customer taking title to the Aircraft at the time of delivery and leasing the Aircraft and cannot be assigned in whole or, in part.

6. Confidential Treatment.

Customer understands and agrees that the information contained herein represents confidential business information of Boeing and has value precisely because it is not



available generally or to other parties. Customer agrees to limit the disclosure of its contents to (a) its directors and officers, (b) employees of Customer with a need to know the contents for performing its obligations (including, without limitation, those employees performing accounting, finance, administration and other functions necessary to finance and purchase, deliver or lease the Aircraft) and who understand they are not to disclose its contents to any other person or entity (other than those to whom disclosure is permitted by this paragraph 6) without the prior written consent of Boeing and (c) any auditors, financial advisors, attorneys and independent contractors of Customer who have a need to know such information and have signed a confidentiality agreement in the same form and substance similar to this paragraph 6. Customer shall be fully responsible to Boeing for compliance with such obligations.

Very truly yours,

THE BOEING COMPANY

By Matthew Cram

Its Attorney-in-fact

ACCEPTED AND AGREED TO this

Date: November 29, 2023

AIR LEASE CORPORATION

By /s/ Grant Levy

Its Executive Vice President

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Advance Payment Matters

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HAZ-PA-03791-LA-1208090R16

Air Lease Corporation  
2000 Avenue of the Stars, Suite 1000N  
Los Angeles, CA 90067

Subject: Special Matters for 737-8 and 737-9 Aircraft

Reference: Purchase Agreement No. PA-03791 (**Purchase Agreement**) between The Boeing Company (**Boeing**) and Air Lease Corporation (**Customer**) relating to Model 737-8 and 737-9 aircraft (**Aircraft**)

This letter agreement (**Letter Agreement**) cancels and supersedes all previous versions with an acceptance date prior to the acceptance date indicated below and amends and supplements the Purchase Agreement. All terms used but not defined in this Letter Agreement shall have the same meaning as in the Purchase Agreement.

1. Credit Memoranda. In consideration of Customer's purchase of the Aircraft, at the time of delivery of each such Aircraft or [\*], unless otherwise noted, Boeing will provide to Customer the following credit memoranda:

1.1 Basic Credit Memorandum. Boeing will issue to Customer a basic credit memorandum (**Basic Credit Memorandum**) at delivery of each Aircraft or [\*] in an amount shown in the table immediately below for the respective minor model [\*].

Basic Credit Memorandum					
		Model Type			
Aircraft Block	[*]	737-8 Aircraft	737-9 Aircraft	737-9[*]	737-8[*]
Block A	[*]	[*]	[*]	[*]	[*]
Block B	[*]	[*]	[*]	[*]	[*]
Block C	[*]	[*]	[*]	[*]	[*]
Block D	[*]	[*]	[*]	[*]	[*]
Block E	[*]	[*]	[*]	[*]	[*]
Block G	[*]	[*]	[*]	[*]	[*]
Block H	[*]	[*]	[*]	[*]	[*]
Block K	[*]	[*]	[*]	[*]	[*]
Block L	[*]	[*]	[*]	[*]	[*]
Block M	[*]	[*]	[*]	[*]	[*]

1.2 Leasing Credit Memorandum. Customer expressly intends to lease the Aircraft and [\*] to a third party or parties (**Lessee or Lessees**) who are in the



commercial airline business as aircraft operators. As an additional consideration and incentive for entering into a lease for the Aircraft and [\*] prior to delivery of each such Aircraft or [\*], Boeing will issue to Customer a leasing credit memorandum (**Leasing Credit Memorandum**) in an amount shown in the table immediately below for the respective Aircraft or [\*] minor model and [\*]. Customer will not be permitted to assign this Leasing Credit Memorandum without the prior written consent of Boeing.

Leasing Credit Memorandum					
		Model Type			
Aircraft Block	[*]	737-8 Aircraft	737-9 Aircraft	737-9 [*]	737-8 [*]
Block A	[*]	[*]	[*]	[*]	[*]
Block B	[*]	[*]	[*]	[*]	[*]
Block C	[*]	[*]	[*]	[*]	[*]
Block D	[*]	[*]	[*]	[*]	[*]
Block E	[*]	[*]	[*]	[*]	[*]
Block G	[*]	[*]	[*]	[*]	[*]
Block H	[*]	[*]	[*]	[*]	[*]
Block K	[*]	[*]	[*]	[*]	[*]
Block L	[*]	[*]	[*]	[*]	[*]
<b>Block M</b>	<b>[*]</b>	<b>[*]</b>	<b>[*]</b>	<b>[*]</b>	<b>[*]</b>

1.3 [\*]

1.4 [\*]

1.5 [\*]

1.6 [\*]

1.7 [\*]

1.8 [\*]

1.9 [\*]

1.10 [\*]

1.11 [\*]

1.12 [\*]

1.13 [\*]

1.14 [\*]

1.15 [\*]

1.16 [\*]

1.17 [\*]

1.18 [\*]



- 1.19 [\*]
- 1.20 [\*]
- 1.21 [\*]
- 1.22 [\*]
- 1.23 [\*]
- 1.24 [\*]
- 1.25 [\*]
- 1.26 [\*]
- 1.27 [\*]
- 1.28 [\*]
- 1.29 [\*]
- 1.30 [\*]
- 1.31 [\*]
- 1.32 [\*]
- 1.33 [\*]
- 1.34 [\*]
- 1.35 [\*]
- 1.36 [\*]
- 1.37 [\*]
- 1.38 [\*]
- 1.39 [\*]
- 1.40 [\*]
- 1.41 [\*]
- 1.42 [\*]
- 1.43 [\*]
- 1.44 [\*]
- 1.45 [\*]
- 1.46 [\*]
- 1.47 [\*]
- 1.48 [\*]
- 1.49 [\*]
- 1.50 [\*]
- 1.51 [\*]

1.52 Escalation of Credit Memoranda. Unless otherwise noted, the amounts of the Credit Memoranda stated in [\*] will be escalated from the base year indicated to the





scheduled month of the respective Aircraft or [\*] delivery pursuant to the Airframe Escalation formula set forth in the Purchase Agreement applicable to such Aircraft or [\*]. The Credit Memoranda may, at the election of Customer, be (i) applied against the Aircraft Price of the respective Aircraft or [\*] at the time of delivery, or (ii) used for the purchase of other Boeing goods and services (but shall not be applied to advance payments).

2. [\*]

3. [\*]

4. [\*]

5. [\*]

6. Assignment.

Unless otherwise noted herein, the Credit Memoranda described in this Letter Agreement are provided as a financial accommodation to Customer and in consideration of Customer's taking title to the Aircraft and Substitute Aircraft at time of delivery and leasing the Aircraft and Substitute Aircraft. This Letter Agreement cannot be assigned, in whole or in part, without the prior written consent of Boeing.

7. Confidentiality.

Customer understands and agrees that the information contained herein represents confidential business information of Boeing and has value precisely because it is not available generally or to other parties. Customer agrees to limit the disclosure of its contents to (a) its directors and officers, (b) employees of Customer with a need to know the contents for performing its obligations (including, without limitation, those employees performing accounting, finance, administration and other functions necessary to finance and purchase, deliver or lease the Aircraft) and who understand they are not to disclose its contents to any other person or entity (other than those to whom disclosure is permitted by this paragraph 7) without the prior written consent of Boeing and (c) any auditors, financial advisors, attorneys and independent contractors of Customer who have a need to know such information and have signed a confidentiality agreement in the same form and substance similar to this paragraph 7. Customer shall be fully responsible to Boeing for compliance with such obligations.



Very truly yours,

THE BOEING COMPANY

By Matthew Cram

Its Attorney-in-fact

ACCEPTED AND AGREED TO this

Date: November 29, 2023

AIR LEASE CORPORATION

By /s/ Grant Levy

Its Executive Vice President

HAZ-PA-03791-LA-1208090R16

Special Matters for 737-8 and 737-9 Aircraft

SA-34

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BOEING PROPRIETARY



HAZ-PA-03791-LA-2302334

Air Lease Corporation  
2000 Avenue of the Stars, Suite 1000N  
Los Angeles, CA 90067

Subject: [\*]

Reference: Purchase Agreement No. PA-03791 (**Purchase Agreement**) between The Boeing Company (**Boeing**) and Air Lease Corporation (**Customer**) relating to models 737-8 and 737-9 aircraft

This letter agreement (**Letter Agreement**) amends and supplements the Purchase Agreement. All terms used but not defined in this Letter Agreement shall have the same meaning as in the Purchase Agreement.

[\*].

1. [\*]
2. [\*]
3. [\*]
4. [\*]
5. Assignment.

Notwithstanding any other provisions of the Purchase Agreement, the rights and obligations described in this Letter Agreement are provided to Customer in consideration of Customer taking title to the Aircraft at the time of delivery and leasing the Aircraft to commercial operators and cannot be assigned in whole or, in part.

6. Confidential Treatment.

Customer understands and agrees that the information contained herein represents confidential business information of Boeing and has value precisely because it is not available generally or to other parties. Customer agrees to limit the disclosure of its contents to (a) its directors and officers, (b) employees of Customer with a need to know the contents for performing its obligations (including, without limitation, those employees performing accounting, finance, administration and other functions necessary to finance and purchase, deliver or lease the Aircraft) and who understand they are not to disclose its contents to any other person or entity (other than those to whom disclosure is permitted by this paragraph 6), without the prior written consent of Boeing and (c) any auditors, financial advisors, attorneys and independent contractors of Customer who have a need to know such information and have signed a confidentiality agreement in the same form and substance similar to this paragraph 6. Customer shall be fully responsible to Boeing for compliance with such obligations.



Very truly yours,

THE BOEING COMPANY

By Matthew Cram  
Its Attorney-in-fact

ACCEPTED AND AGREED TO this

Date: November 29, 2023

AIR LEASE CORPORATION

By /s/ Grant Levy  
Its Executive Vice President

HAZ-PA-03791-LA-2302334

[\*]

SA-34

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BOEING PROPRIETARY

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Attachment A to Letter Agreement No. HAZ-PA-03791-LA-2302334

[\*]

HAZ-PA-03791-LA-2302334

SA-34

[\*]

Attachment A Page 1

BOEING PROPRIETARY

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**Attachment B to Letter Agreement No. HAZ-PA-03791-LA-2302334**

**[\*]**

HAZ-PA-03791-LA-2302334

**[\*]**

**SA-34**

Attachment B Page 2

**BOEING PROPRIETARY**

CERTAIN IDENTIFIED INFORMATION MARKED BY [\*] HAS BEEN EXCLUDED FROM THIS EXHIBIT BECAUSE IT IS BOTH (I) NOT MATERIAL AND (II) THE TYPE OF INFORMATION THAT THE REGISTRANT BOTH CUSTOMARILY AND ACTUALLY TREATS AS PRIVATE AND CONFIDENTIAL.

**AMENDMENT N°16**

**TO THE**

**A330-900neo PURCHASE AGREEMENT**

**BETWEEN**

**AIRBUS S.A.S.**

**as Seller**

**and**

**AIR LEASE CORPORATION**

**As Buyer**

**AMENDMENT N°16 TO THE  
A330-900neo PURCHASE AGREEMENT**

This amendment n°16 (the “**Amendment N°16**”) dated 6 November 2023 is made

BETWEEN:

**AIRBUS S.A.S.**, a French *société par actions simplifiée*, with its registered office at 2, rond-point Emile Dewoitine, 31700 Blagnac, France, registered with the Commercial and Companies Register of Toulouse under number 383 474 814 (the “**Seller**”),

and

**AIR LEASE CORPORATION**, a corporation organised and existing under the laws of the State of Delaware, U.S.A., having its principal place of business at 2000 Avenue of the Stars, Suite 1000N, Los Angeles, California 90067, U.S.A. (the “**Buyer**”).

The Buyer and the Seller together are referred to as the “**Parties**” and individually as a “**Party**”.

**WHEREAS:**

- A. On 03 March 2015, the Buyer and the Seller entered into a purchase agreement with reference CLC-CT1405166 for the manufacture and sale by the Seller and purchase by the Buyer of twenty-five (25) A330-900neo aircraft hereinafter together with its Exhibits and Letter Agreements referred to as the “**Purchase Agreement**”.
- B. On 31 May 2016, the Buyer and the Seller entered into **Amendment N°1** to the Purchase Agreement with reference CLC-CT1614983 whereby the Buyer [\*].
- C. On 19 June 2017, the Buyer and the Seller entered into **Amendment N°2** to the Purchase Agreement with reference CLC-CT1702508 for the manufacture and sale by the Seller and purchase by the Buyer of two (2) incremental A330-900neo Aircraft.
- D. On 02 October 2017, the Buyer and the Seller entered into **Amendment N°3** to the Purchase Agreement with reference CLC-CT1705177 in order to [\*].
- E. On 27 December 2017, the Buyer and the Seller entered into **Amendment N°4** to the Purchase Agreement with reference CLC-CT1709653 for the manufacture and sale by the Seller and purchase by the Buyer of two (2) incremental A330-900neo Aircraft.
- F. On 31 December 2018, the Buyer and the Seller entered into **Amendment N°5** to the Purchase Agreement with reference CLC-CT1709653 in order to [\*].
- G. On 27 February 2019, the Buyer and the Seller entered into **Amendment N°6** to the Purchase Agreement with reference CLC-CT1901550 in order to [\*].
- H. On 08 August 2019, the Buyer and the Seller entered into **Amendment N°7** to the Purchase Agreement with reference CT1902127 in order to [\*].
- I. On 18 October 2019, the Buyer and the Seller entered into **Amendment N°8** to the Purchase Agreement with reference CT1905423 in order to [\*].
- J. On 20 December 2019, the Buyer and the Seller entered into **Amendment N°9** to the Purchase Agreement with reference CT1909530 in order to [\*].
- K. On 14 June 2020, the Buyer and the Seller entered into **Amendment N°10** to the Purchase Agreement with reference CT2001904 in order to [\*].
- L. On 31 August 2020, the Buyer and the Seller entered into **Amendment N°11** to the Purchase Agreement with reference CT2004261 in order to [\*].





- M. On 02 October 2020, the Buyer and the Seller entered into **Amendment N°12** to the Purchase Agreement with reference CT2007192 in order to [\*].
- N. On 24 December 2020, the Buyer and the Seller entered into **Amendment N°13** to the Purchase Agreement with reference CT2009708 in order to [\*].
- O. On 13 December 2021, the Buyer and the Seller entered into **Amendment N°14** to the Purchase Agreement with reference CT2009708 in order to [\*].
- P. On 20 December 2021, the Buyer and the Seller entered into **Amendment N°15** to the Purchase Agreement with reference CT2108719 in order to cover the manufacture and sale by the Seller and purchase by the Buyer of five (5) incremental A330neo Aircraft

The Purchase Agreement, as amended and supplemented pursuant to the foregoing being referred to as the **'Agreement'**.

- Q. The Parties now wish to enter into this Amendment N°16 in order to, among other things, cover the manufacture and sale by the Seller and purchase by the Buyer of one (1) incremental A330neo Aircraft, pursuant to the terms and conditions set out herein.

The terms "herein", "hereof" and "hereunder" and words of similar import refer to this Amendment N°16. Capitalized terms used herein and not otherwise defined herein will have the meanings assigned thereto in the Agreement.

**NOW IT IS HEREBY AGREED AS FOLLOWS:**

1 SCOPE

- 1.1 The Seller hereby agrees to sell, and the Buyer agrees to purchase from the Seller, one (1) incremental A330neo aircraft (the “Amendment 16 Aircraft”), [\*].
- 1.2 [\*]

2 DELIVERY SCHEDULE

- 2.1 The Scheduled Delivery Month and Aircraft type of the Amendment 16 Aircraft will be as follows:

Aircraft Rank	Scheduled Delivery Month	Aircraft Type
Aircraft N°37	[*]	A330-900

- 2.2 The table in Clause 9.1 of the Agreement, as amended from time to time, is hereby deleted in its entirety and replaced by the one set forth in Appendix 1 hereto.
- 2.3 [\*].

3 [\*]

4 SUPPORT / TRAINING MATTERS

The Buyer and the Seller hereby agree that Appendix A to Clause 16 of the Agreement shall be deleted in its entirety and replaced as follows:

QUOTE

**APPENDIX "A" TO CLAUSE 16**

**TRAINING ALLOWANCE**

For the avoidance of doubt, all quantities indicated below are the total quantities granted for the whole of the Buyer’s fleet of twenty-nine (29) Aircraft firmly ordered unless otherwise specified. In the event that the Agreement is terminated in respect of any Aircraft, then the aggregate support allocations specified in this Appendix A and which are not specified on a per Aircraft basis, shall be reduced on a pro-rata basis by the ratio of the number of terminated Aircraft to the total number of Aircraft pursuant to the Agreement (it being understood that such reduction shall be rounded to the nearest whole number, if applicable).

The contractual training courses defined in this Appendix A will be provided [\*].

Notwithstanding the above, flight operations training courses granted per firmly ordered Aircraft in this Appendix A will be provided by the Seller within a period [\*].

Any deviation to said training delivery schedule will be mutually agreed between the Buyer and the Seller.

1 FLIGHT OPERATIONS TRAINING

### **1.1 Flight Crew Training (standard transition course)**

The Seller will provide [\*] per firmly ordered Aircraft.

### **1.2 Extended Range For Twin Engine Aircraft Operations (ETOPS) Training**

The Seller will provide [\*] ETOPS training for [\*] per ordered Aircraft.

### **1.3 Flight Crew Line Initial Operating Experience**

The Seller will provide to the Buyer [\*] in total for the fleet of twenty-nine (29) Aircraft. This allocation will be further assigned by the Buyer on a pro-rata basis to each of the Initial Operators.

Unless otherwise agreed during the Training Conference, in order to follow the Aircraft Delivery schedule, the maximum number of [\*] present at any one time will be limited to [\*].

### **1.4 Type Specific Cabin Crew Training Course**

The Seller will provide to the Buyer [\*] in total for the fleet of twenty-nine (29) Aircraft. This allocation will be further assigned by the Buyer on a prorata basis to each of the Initial Operators.

## **2 PERFORMANCE / OPERATIONS COURSE(S)**

The Seller will provide to the Buyer [\*] in total for the fleet of twenty-nine (29) Aircraft. This allocation will be further assigned by the Buyer on a prorata basis to each of the Initial Operators.

## **3 MAINTENANCE TRAINING**

**3.1** The Seller will provide to the Buyer [\*] in total for the fleet of twenty-nine (29) Aircraft. This allocation will be further assigned by the Buyer on a prorata basis to each of the Initial Operators.

**3.1** The Seller will provide to the Buyer [\*] in total for the fleet of twenty-nine (29) Aircraft. This allocation will be further assigned by the Buyer on a prorata basis to each of the Initial Operators.

## **4 TRAINEE DAYS ACCOUNTING**

Trainee days are counted as follows:

**4.1** For instruction at the Seller's Training Centers: one (1) day of instruction for one (1) trainee equals one (1) trainee day. The number of trainees originally registered at the beginning of the course will be counted as the number of trainees to have taken the course.

**4.2** For instruction outside of the Seller's Training Centers: one (1) day of instruction by one (1) Seller Instructor equals the actual number of trainees attending the course or a minimum of twelve (12) trainee days, except for structure maintenance training course(s).

**4.3** For structure maintenance training courses outside the Seller's Training Center(s), one (1) day of instruction by one (1) Seller Instructor equals the actual number of trainees attending the course or the minimum number of trainees as indicated in the Seller's Customer Services Catalog.

- 4.4** For practical training, whether on training devices or on aircraft, one (1) day of instruction by one (1) Seller Instructor equals the actual number of trainees attending the course or a minimum of six (6) trainee days.

UNQUOTE

## **5 INCONSISTENCY AND CONFIDENTIALITY**

- 5.1** In the event of any inconsistency between the terms and conditions of the Agreement and those of this Amendment N°16, the latter shall prevail to the extent of such inconsistency, whereas the part of the Agreement not concerned by such inconsistency shall remain in full force and effect.
- 5.2** This Amendment N°16 reflects the understandings, commitments, agreements, representations and negotiations related to the matters set forth herein whatsoever, oral and written, and may not be varied except by an instrument in writing of even date herewith or subsequent hereto executed by the duly authorised representatives of both Parties.
- 5.3** This Amendment N°16 shall be treated by both Parties as confidential and shall not be released in whole or in part to any third party without the prior consent of the other Party except as may be required by law, or to professional advisors for the implementation hereof.

## **6 COUNTERPARTS**

This Amendment N°16 may be executed by the Parties in separate counterparts, each of which when so executed and delivered shall be an original, but all such counterparts shall together constitute one and the same instrument.

## **7 LAW AND JURISDICTION**

This Amendment N°16 will be governed by and construed and the performance thereof will be determined in accordance with the laws of the State of New York, without giving effect to its conflicts of laws provisions that would result in the application of the law of any other jurisdiction.

The other provisions of Clause 22.6 of the Agreement shall apply to this Amendment N°16 as if the same were set out in full herein, mutatis mutandis.

IN WITNESS WHEREOF this Amendment N°16 was entered into the day and year first above written.

For and on behalf of

For and on behalf of

**AIR LEASE CORPORATION**

**AIRBUS S.A.S.**

/s/ Grant Levy

/s/ Benoît de Saint Exupéry

By: /s/ Grant Levy

By: /s/ Benoît de Saint-Exupéry

Its: Executive Vice President

Its: Executive Vice President, Contracts

## APPENDIX 1

### DELIVERY SCHEDULE

[illegible]

## LETTER AGREEMENT N° 1

### AIR LEASE CORPORATION

2000 Avenue of the Stars, Suite 1000N  
Los Angeles, California 90067, U.S.A.

November 6, 2023

Subject : **SPECIFIC PROVISIONS**

AIR LEASE CORPORATION (the "**Buyer**") and AIRBUS S.A.S. (the "**Seller**") have entered into an Amendment N°16 dated even date herewith (the "**Amendment**") to the A330neo Purchase Agreement dated as of March 03, 2015 (the "**Agreement**") [\*]. The Buyer and the Seller have agreed to set forth in this Letter Agreement N°1 to the Amendment (the "**Letter Agreement**") certain additional terms and conditions regarding the purchase and sale of the Amendment 16 Aircraft.

Capitalized terms used herein and not otherwise defined in this Letter Agreement shall have the meanings assigned thereto in the Agreement and the Amendment.

The Parties agree that this Letter Agreement, upon execution thereof, shall constitute an integral, non-severable part of the Amendment, that the provisions of the Amendment are hereby incorporated herein by reference, and that if the Agreement, the Amendment and this Letter Agreement have specific provisions which are inconsistent, the specific provisions contained in this Letter Agreement shall govern.

Amendment N°16 to the ALC A330-900neo Purchase Agreement – Letter Agreement N°1

Ref. CLC – CT2306426

Page 1/3

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## LETTER AGREEMENT N° 1

**1** [\*]

**1.1** [\*]

**1.2** [\*]

**1.3** [\*]

**1.4** [\*]

**1.5** [\*]

**2** [\*]

### **3 ASSIGNMENT**

The provisions of Clause 21 of the Agreement shall apply to this Letter Agreement as if the same were set out in full herein, mutatis mutandis.

### **4 LAW AND JURISDICTION**

This Letter Agreement will be governed by and construed and the performance thereof will be determined in accordance with the laws of the State of New York, without giving effect to its conflicts of laws provisions that would result in the application of the law of any other jurisdiction.

The other provisions of Clause 22.6 of the Purchase Agreement shall apply to this Letter Agreement as if the same were set out in full herein, mutatis mutandis.

**LETTER AGREEMENT N° 1**

If the foregoing correctly sets forth our understanding, please execute two (2) originals in the space provided below and return one (1) original of this Letter Agreement to the Seller.

on behalf of

For and on behalf of

**SE CORPORATION**

**AIRBUS S.A.S.**

By: /s/ Grant Levy

By: /s/ Benoît de Saint-Exupéry

Its: Executive Vice President

Its: Executive Vice President, Contracts

CERTAIN IDENTIFIED INFORMATION MARKED BY [\*] HAS BEEN EXCLUDED FROM THIS EXHIBIT BECAUSE IT IS BOTH (I) NOT MATERIAL AND (II) THE TYPE OF INFORMATION THAT THE REGISTRANT BOTH CUSTOMARILY AND ACTUALLY TREATS AS PRIVATE AND CONFIDENTIAL.

AMENDMENT N°7

TO THE

[\*] AGREEMENT

BETWEEN

AIRBUS S.A.S.

and

AIR LEASE CORPORATION

[\*]

This amendment n°7 (the “**Amendment N°7**”) dated 6 November 2023 is made

BETWEEN:

**AIRBUS S.A.S.**, a French *société par actions simplifiée*, with its registered office at 2, rond-point Emile Dewoitine, 31700 Blagnac, France, registered with the Commercial and Companies Register of Toulouse under number 383 474 814 (the “**Seller**”),

and

**AIR LEASE CORPORATION**, a corporation organised and existing under the laws of the State of Delaware, U.S.A., having its principal place of business at 2000 Avenue of the Stars, Suite 1000N, Los Angeles, California 90067, U.S.A. (the “**Buyer**”).

The Buyer and the Seller together are referred to as the “**Parties**” and individually as a “**Party**”.

WHEREAS:

- A. [\*]
- B. [\*]
- C. [\*]
- D. [\*]
- E. [\*]
- F. [\*]
- G. [\*]
- H. [\*]
- I. [\*]
- J. [\*]

The [\*] Agreement as amended and supplemented pursuant to the foregoing shall be referred to as the “[\*]**Agreement**”.

- K. The Parties now wish to enter into this Amendment N°7 in order to, among other things, [\*], subject to the terms and conditions set out herein.

The terms “herein”, “hereof” and “hereunder” and words of similar import refer to this Amendment N°7. Capitalised terms used herein and not otherwise defined in this Amendment N°7 shall have the meanings assigned to them in the [\*] and/or the [\*], and/or the [\*], and/or the [\*] Agreement, as applicable.

**NOW IT IS HEREBY AGREED AS FOLLOWS:**

## **1 DEFINITIONS**

The following definitions shall supersede the existing definitions set forth in Clause 1 of the [\*] Agreement, and shall apply as of the date hereof:

[\*]

**2**     [\*]

**3**     [\*]

**4**     [\*]

**5**     [\*]

## **6 INCONSISTENCY AND CONFIDENTIALITY**

- 6.1 In the event of any inconsistency between the terms and conditions of the [\*] Agreement and those of this Amendment N°7, the latter shall prevail to the extent of such inconsistency, whereas the part of the [\*] Agreement not concerned by such inconsistency shall remain in full force and effect.
- 6.2 This Amendment N°7 reflects the understandings, commitments, agreements, representations and negotiations related to the matters set forth herein whatsoever, oral and written, and may not be varied except by an instrument in writing of even date herewith or subsequent hereto executed by the duly authorised representatives of both Parties.
- 6.3 This Amendment N°7 shall be treated by both Parties as confidential and shall not be released in whole or in part to any third party without the prior consent of the other Party except as may be required by law, or to professional advisors for the implementation hereof.

## **7 COUNTERPARTS**

This Amendment N°7 may be executed by the Parties in separate counterparts, each of which when so executed and delivered shall be an original, but all such counterparts shall together constitute one and the same instrument.

## **8 LAW AND JURISDICTION**

This Amendment N°7 will be governed by and construed and the performance thereof will be determined in accordance with the laws of the State of New York, without giving effect to its conflicts of laws provisions that would result in the application of the law of any other jurisdiction.

The other provisions of Clause 7 of the [\*] Agreement shall apply to this Amendment N°7 as if the same were set out in full herein, mutatis mutandis.

IN WITNESS WHEREOF this Amendment N°7 was entered into the day and year first above written.

n behalf of

For and on behalf of

SE CORPORATION

AIRBUS S.A.S.

By: /s/ Grant Levy

By: /s/ Benoît de Saint-Exupéry

Its: Executive Vice President

Its: Executive Vice President, Contracts

## Appendix 1

[\*]

CERTAIN IDENTIFIED INFORMATION MARKED BY [\*] HAS BEEN EXCLUDED FROM THIS EXHIBIT BECAUSE IT IS BOTH (I) NOT MATERIAL AND (II) THE TYPE OF INFORMATION THAT THE REGISTRANT BOTH CUSTOMARILY AND ACTUALLY TREATS AS PRIVATE AND CONFIDENTIAL.

AMENDMENT N°3

TO THE

[\*] AGREEMENT

AMONG

AIRBUS S.A.S.

AND

AIRBUS CANADA LIMITED PARTNERSHIP

AND

AIR LEASE CORPORATION

[\*]





This amendment n°3 (the "**Amendment N°3**") dated 6 November 2023 is made

AMONG:

**AIRBUS S.A.S.**, a French *société par actions simplifiée*, with its registered office at 2, rond-point Emile Dewoitine, 31700 Blagnac, France, registered with the Commercial and Companies Register of Toulouse under number 383 474 814 ("**Airbus S.A.S.**"),

and

**AIRBUS CANADA LIMITED PARTNERSHIP**, a company having its registered office at Airbus Canada Limited Partnership, 13100 Boulevard Henri Fabre, Mirabel, QC, Canada J7N 3C6 and includes its successors and assigns ("**Airbus Canada**"),

and

**AIR LEASE CORPORATION**, a corporation organised and existing under the laws of the State of Delaware, U.S.A., having its principal place of business at 2000 Avenue of the Stars, Suite 1000N, Los Angeles, California 90067, U.S.A. ("**ALC**").

Airbus S.A.S. and Airbus Canada together are referred to as "**Airbus**".

Airbus, Airbus Canada and ALC together are referred to as the "**Parties**" and individually as a "**Party**".

WHEREAS:

A. [\*]

B. [\*]

C. [\*]

D. [\*]

E. ALC, Airbus and Airbus Canada have signed on 20 December 2019 a [\*] agreement with reference CLC-CT1906403 for [\*] hereinafter together with its Annexes and Letter Agreements referred to as the "**[\*] Agreement**".

F. On 20 December 2021, the Parties have signed an **Amendment N°1** to the [\*] Agreement in order to [\*].

G. On 11 January 2022, the Parties have signed an **Amendment N°2** to the [\*] Agreement in order to [\*].

The [\*] Agreement as amended and supplemented pursuant to the foregoing being referred to as the "**Agreement**".

H. The Parties now wish to enter into this Amendment N°3 to the Agreement in order to, among other things, [\*], subject to the terms and conditions set out herein.

**NOW IT IS HEREBY AGREED AS FOLLOWS:**

1     [\*]

2     [\*]

### 3     **INCONSISTENCY AND CONFIDENTIALITY**

- 3.1    In the event of any inconsistency between the terms and conditions of the Agreement and those of this Amendment N°3, the latter shall prevail to the extent of such inconsistency, whereas the part of the Agreement not concerned by such inconsistency shall remain in full force and effect.
- 3.2    This Amendment N°3 reflects the understandings, commitments, agreements, representations and negotiations related to the matters set forth herein whatsoever, oral and written, and may not be varied except by an instrument in writing of even date herewith or subsequent hereto executed by the duly authorised representatives of both Parties.
- 3.3    This Amendment N°3 shall be treated by both Parties as confidential and shall not be released in whole or in part to any third party without the prior consent of the other Party except as may be required by law, or to professional advisors for the implementation hereof.

### 4     **COUNTERPARTS**

This Amendment N°3 may be executed by the Parties in separate counterparts, each of which when so executed and delivered shall be an original, but all such counterparts shall together constitute one and the same instrument.

### 5     **LAW AND JURISDICTION**

This Amendment N°3 will be governed by and construed and the performance thereof will be determined in accordance with the laws of the State of New York, without giving effect to its conflicts of laws provisions that would result in the application of the law of any other jurisdiction.

The other provisions of Clause 4 of the Agreement shall apply to this Amendment N°3 as if the same were set out in full herein, *mutatis mutandis*.

IN WITNESS WHEREOF this Amendment N°3 was entered into the day and year first above written.

For and on behalf of

**AIRBUS S.A.S.**

For and on behalf of

**AIRBUS CANADA LIMITED PARTNERSHIP**  
duly acting and represented by its managing  
general partner,  
**AIRBUS CANADA MANAGING GP INC.**

By: /s/ Benoît de Saint-Exupéry

Its: Executive Vice President, Contracts

By: /s/ Benoît Schultz

Its: CEO

For and on behalf of

**AIR LEASE CORPORATION**

By: /s/ Grant Levy

Its: Executive Vice President

## EXHIBIT 21.1

## LIST OF SIGNIFICANT SUBSIDIARIES OF AIR LEASE CORPORATION

Name of Company/Jurisdiction of Incorporation or Formation	Percentage of Voting Securities Owned by the Registrant or a Subsidiary of the Registrant
<i>Ireland</i>	
ALC Blarney Aircraft Limited	100

**CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

We consent to the incorporation by reference in the registration statements including any amendments thereto (No. 333-255862) on Form S-3 and (No. 333-174708, No. 333-195755, and No. 333-271709) on Form S-8 of our reports dated February 15, 2024, with respect to the consolidated financial statements of Air Lease Corporation and subsidiaries and the effectiveness of internal control over financial reporting.

/s/ KPMG LLP

Irvine, California

February 15, 2024

**CERTIFICATION OF THE PRINCIPAL EXECUTIVE OFFICER  
PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002**

I, John L. Plueger, certify that:

1. I have reviewed this Annual Report on Form 10-K of Air Lease Corporation;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)), for the registrant and have:
  - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
  - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 15, 2024

*/s/ John L. Plueger*

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John L. Plueger  
Chief Executive Officer and President  
(Principal Executive Officer)

**CERTIFICATION OF THE PRINCIPAL FINANCIAL OFFICER  
PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002**

I, Gregory B. Willis, certify that:

1. I have reviewed this Annual Report on Form 10-K of Air Lease Corporation;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)), for the registrant and have:
  - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
  - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 15, 2024

*/s/ Gregory B. Willis*

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Gregory B. Willis  
Executive Vice President and Chief Financial Officer  
(Principal Financial Officer and Principal Accounting Officer)



**CERTIFICATION OF THE CHIEF EXECUTIVE OFFICER  
PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED  
PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the Annual Report of Air Lease Corporation (the "Company") on Form 10-K for the year ended December 31, 2023 (the "Report"), I, John L. Plueger, Chief Executive Officer and President of the Company, certify, pursuant to 18 U.S.C. section 1350, as adopted pursuant to section 906 of the Sarbanes-Oxley Act of 2002, that to the best of my knowledge:

- (i) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (ii) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: February 15, 2024

*/s/ John L. Plueger*

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John L. Plueger  
Chief Executive Officer and President  
(Principal Executive Officer)

The foregoing certification is being furnished pursuant to 18 U.S.C. Section 1350. It is not being filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liability of that section, and it is not to be incorporated by reference into any filing of the Company, regardless of any general incorporation language in such filing.

**CERTIFICATION OF THE CHIEF FINANCIAL OFFICER  
PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED  
PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the Annual Report of Air Lease Corporation (the "Company") on Form 10-K for the year ended December 31, 2023 (the "Report"), I, Gregory B. Willis, Executive Vice President and Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. section 1350, as adopted pursuant to section 906 of the Sarbanes-Oxley Act of 2002, that to the best of my knowledge:

- (i) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (ii) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: February 15, 2024

*/s/ Gregory B. Willis*

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Gregory B. Willis

Executive Vice President and Chief Financial Officer

*(Principal Financial Officer and Principal Accounting Officer)*

The foregoing certification is being furnished pursuant to 18 U.S.C. Section 1350. It is not being filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liability of that section, and it is not to be incorporated by reference into any filing of the Company, regardless of any general incorporation language in such filing.

**Air Lease Corporation**  
**Incentive Compensation Recoupment Policy**

**1. Introduction**

The Leadership Development and Compensation Committee (the “**Compensation Committee**”) of the Board of Directors (the “**Board**”) of Air Lease Corporation, a Delaware corporation (the “**Company**”), has determined that it is in the best interests of the Company and its stockholders to adopt this Incentive Compensation Recoupment Policy (this “**Policy**”) providing for the Company’s recoupment of Recoverable Incentive Compensation that is received by Covered Officers of the Company under certain circumstances. Certain capitalized terms used in this Policy have the meanings given to such terms in Section 3 below.

This Policy is designed to comply with, and shall be interpreted to be consistent with, Section 10D of the Exchange Act, Rule 10D-1 promulgated thereunder (“**Rule 10D-1**”) and Section 303A.14 of the New York Stock Exchange Listed Company Manual (the “**Listing Standards**”).

**2. Effective Date**

This Policy shall apply to all Incentive Compensation that is received by a Covered Officer on or after October 2, 2023 (the “**Effective Date**”). As of the Effective Date, this Policy replaces in its entirety the Company’s existing Clawback Policy, adopted by the Compensation Committee on February 25, 2014.

Incentive Compensation is deemed “**received**” in the fiscal period in which the Financial Reporting Measure specified in an Incentive Compensation award is attained, regardless of whether the grant or payment of such Incentive Compensation award occurs after the end of that period.

**3. Definitions**

“**Accounting Restatement**” means an accounting restatement that the Company is required to prepare due to the material noncompliance of the Company with any financial reporting requirement under the securities laws, including any required accounting restatement to correct an error in previously issued financial statements that is material to the previously issued financial statements, or that would result in a material misstatement if the error were corrected in the current period or left uncorrected in the current period.

“**Accounting Restatement Date**” means the earlier to occur of (i) the date that the Board, a committee of the Board authorized to take such action, or an officer or officers of the Company authorized to take such action if Board action is not required, concludes, or reasonably should have concluded, that the Company is required to prepare an Accounting Restatement, or (ii) the date that a court, regulator or other legally authorized body directs the Company to prepare an Accounting Restatement.

“**Administrator**” means the Compensation Committee or, in the absence of such committee, the Board.

“**Code**” means the U.S. Internal Revenue Code of 1986, as amended, and the regulations promulgated thereunder.

“**Covered Officer**” means each current and former Executive Officer.

“**Exchange**” means the New York Stock Exchange.

“**Exchange Act**” means the U.S. Securities Exchange Act of 1934, as amended.

“**Executive Officer**” means the Company’s president, principal financial officer, principal accounting officer (or if there is no such accounting officer, the controller), any vice-president of the

Company in charge of a principal business unit, division, or function (such as sales, administration, or finance), any other officer who performs a policy-making function, or any other person who performs similar policy-making functions for the Company. Executive officers of the Company's parent(s) or subsidiaries are deemed executive officers of the Company if they perform such policy-making functions for the Company. Policy-making function is not intended to include policy-making functions that are not significant. Identification of an executive officer for purposes of this Policy would include at a minimum executive officers identified pursuant to Item 401(b) of Regulation S-K promulgated under the Exchange Act.

**"Financial Reporting Measure"** means any measure that is determined and presented in accordance with the accounting principles used in preparing the Company's financial statements, and any measure derived wholly or in part from such measures, including Company stock price and total shareholder return ("**TSR**"). A measure need not be presented in the Company's financial statements or included in a filing with the SEC in order to be a Financial Reporting Measure.

**"Incentive Compensation"** means any compensation that is granted, earned or vested based wholly or in part upon the attainment of a Financial Reporting Measure.

**"Lookback Period"** means the three completed fiscal years immediately preceding the Accounting Restatement Date, as well as any transition period (resulting from a change in the Company's fiscal year) within or immediately following those three completed fiscal years (except that a transition period of at least nine months shall count as a completed fiscal year). Notwithstanding the foregoing, the Lookback Period shall not include fiscal years completed prior to the Effective Date.

**"Recoverable Incentive Compensation"** means Incentive Compensation received by a Covered Officer during the Lookback Period that exceeds the amount of Incentive Compensation that would have been received had such amount been determined based on the Accounting Restatement, computed without regard to any taxes paid (*i.e.*, on a gross basis without regard to tax withholdings and other deductions). For any compensation plans or programs that take into account Incentive Compensation, the amount of Recoverable Incentive Compensation for purposes of this Policy shall include, without limitation, the amount contributed to any notional account based on Recoverable Incentive Compensation and any earnings to date on that notional amount. For any Incentive Compensation that is based on stock price or TSR, where the Recoverable Incentive Compensation is not subject to mathematical recalculation directly from the information in an Accounting Restatement, the Administrator will determine the amount of Recoverable Incentive Compensation based on a reasonable estimate of the effect of the Accounting Restatement on the stock price or TSR upon which the Incentive Compensation was received. The Company shall maintain documentation of the determination of any such reasonable estimate and provide such documentation to the Exchange in accordance with the Listing Standards.

**"SEC"** means the U.S. Securities and Exchange Commission.

#### **4. Recoupment**

**(a) Applicability of Policy.** This Policy applies to Incentive Compensation received by a Covered Officer (i) after beginning services as an Executive Officer, (ii) who served as an Executive Officer at any time during the performance period for such Incentive Compensation, (iii) while the Company had a class of securities listed on a national securities exchange or a national securities association, and (iv) during the Lookback Period.

**(b) Recoupment Generally.** Pursuant to the provisions of this Policy, if there is an Accounting Restatement, the Company must reasonably promptly recoup the full amount of the Recoverable Incentive Compensation, unless the conditions of one or more subsections of Section 4(c) of this Policy are met. Recoupment is required regardless of whether a Covered Officer engaged in any misconduct and regardless of fault, and the Company's obligation to recoup Recoverable Incentive Compensation is not dependent on whether or when any restated financial statements reflecting the Accounting Restatement are filed.

**(c) Impracticability of Recovery.** Recoupment under this Policy will be deemed to be impracticable if, and only if, the Compensation Committee (or if such committee does not consist solely of independent directors, a majority of the independent directors serving on the Board) has made a determination that:

(i) the direct expense paid to a third party to assist in enforcing this Policy would exceed the amount of the applicable Recoverable Incentive Compensation; provided that, before concluding that it would be impracticable to recover any amount of Recoverable Incentive Compensation based on expense of enforcement, the Company shall make a reasonable attempt to recover such Recoverable Incentive Compensation, document such reasonable attempt(s) to recover, and provide that documentation to the Exchange in accordance with the Listing Standards; or

(ii) recoupment of the applicable Recoverable Incentive Compensation would likely cause an otherwise tax-qualified retirement plan, under which benefits are broadly available to employees of the Company, to fail to meet the requirements of Section 401(a)(13) or 411(a) of the Code and the regulations thereunder.

**(d) Sources of Recoupment.** To the extent permitted by applicable law, the Administrator shall, in its sole discretion, determine the timing and method for recouping Recoverable Incentive Compensation hereunder, provided that such recoupment is undertaken reasonably promptly. The Administrator may, in its sole discretion, seek recoupment from a Covered Officer from any of the following sources or a combination thereof, whether the Recoverable Incentive Compensation was approved, awarded, granted, payable or paid to the Covered Officer prior to, on, or after the Effective Date: (i) direct repayment of Recoverable Incentive Compensation previously paid to the Covered Officer; (ii) cancelling existing equity-based awards (whether vested or unvested); (iii) cancelling existing unpaid cash awards, (iv) cancelling or offsetting against any approved future cash or equity-based awards; (v) forfeiture of deferred compensation, subject to compliance with Section 409A of the Code; and (vi) any other method authorized by applicable law or contract. Subject to compliance with applicable law, the Administrator may effectuate recoupment under this Policy from any amount otherwise payable to the Covered Officer, including amounts payable to such individual under any applicable Company plan or program, e.g., base salary, bonuses and compensation previously deferred by the Covered Officer, subject to compliance with Section 409A of the Code. The Administrator need not utilize the same method of recovery for all Covered Officers or with respect to all types of Recoverable Incentive Compensation.

**(e) No Indemnification of Covered Officers.** Notwithstanding any indemnification agreement, applicable insurance policy or any other agreement or provision of the Company's certificate of incorporation or bylaws to the contrary, no Covered Officer shall be entitled to indemnification or advancement of expenses in connection with any enforcement of this Policy by the Company, including paying or reimbursing such Covered Officer for insurance premiums to cover potential obligations to the Company under this Policy.

**(f) Indemnification of Administrator.** Any members of the Administrator, and any other members of the Board who assist in the administration of this Policy, shall not be personally liable for any action, determination or interpretation made with respect to this Policy and shall be indemnified by the Company to the fullest extent under applicable law and Company policy with respect to any such action, determination or interpretation. The foregoing sentence shall not limit any other rights to indemnification of the members of the Board under applicable law or Company policy.

**(g) No "Good Reason" for Covered Officers.** Any action by the Company to recoup or any recoupment of Recoverable Incentive Compensation under this Policy from a Covered Officer shall not be deemed (i) "good reason" for resignation or to serve as a basis for a claim of constructive termination under any benefits or compensation arrangement applicable to such Covered Officer, or (ii) to constitute a breach of a contract or other arrangement to which such Covered Officer is party.

## **5. Administration**

Except as specifically set forth herein, this Policy shall be administered by the Administrator. The Administrator shall have full and final authority to make any and all determinations required under this Policy. Any determination by the Administrator with respect to this Policy shall be final, conclusive and binding on all interested parties and need not be uniform with respect to each individual covered by this Policy. In carrying out the administration of this Policy, the Administrator is authorized and directed to consult with the full Board or such other committees of the Board as may be necessary or appropriate as to matters within the scope of such other committee's responsibility and authority. Subject to applicable law and the regulations of the Exchange, the Administrator may authorize and empower any officer or employee of the Company to take any and all actions that the Administrator, in its sole discretion, deems necessary or appropriate to carry out the purpose and intent of this Policy (other than with respect to any recovery under this Policy involving such officer or employee).

#### **6. Severability**

If any provision of this Policy or the application of any such provision to a Covered Officer shall be adjudicated to be invalid, illegal or unenforceable in any respect, such invalidity, illegality or unenforceability shall not affect any other provisions of this Policy, and the invalid, illegal or unenforceable provisions shall be deemed amended to the minimum extent necessary to render any such provision or application enforceable.

#### **7. No Impairment of Other Remedies**

Nothing contained in this Policy, and no recoupment or recovery as contemplated herein, shall limit any claims, damages or other legal remedies the Company or any of its affiliates may have against a Covered Officer arising out of or resulting from any actions or omissions by the Covered Officer. This Policy does not preclude the Company from taking any other action to enforce a Covered Officer's obligations to the Company, including, without limitation, termination of employment and/or institution of civil proceedings. This Policy is in addition to the requirements of Section 304 of the Sarbanes-Oxley Act of 2002 ("**SOX 304**") that are applicable to the Company's Chief Executive Officer and Chief Financial Officer and to any other compensation recoupment policy and/or similar provisions in any employment, equity plan, equity award, or other individual agreement, to which the Company is a party or which the Company has adopted or may adopt and maintain from time to time; provided, however, that compensation recouped pursuant to this Policy shall not be duplicative of compensation recouped pursuant to SOX 304 or any such compensation recoupment Policy and/or similar provisions in any such employment, equity plan, equity award, or other individual agreement except as may be required by law.

#### **8. Amendment; Termination**

The Administrator may amend, terminate or replace this Policy or any portion of this Policy at any time and from time to time in its sole discretion. The Administrator shall amend this Policy as it deems necessary to comply with applicable law or any Listing Standard.

#### **9. Successors**

This Policy shall be binding and enforceable against all Covered Officers and, to the extent required by Rule 10D-1 and/or the applicable Listing Standards, their beneficiaries, heirs, executors, administrators or other legal representatives.

#### **10. Required Filings**

The Company shall make any disclosures and filings with respect to this Policy and its enforcement that are required by law, including as required by the SEC.

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**Air Lease Corporation**  
**Incentive Compensation Recoupment Policy**  
**Form of Executive Acknowledgment**

I, the undersigned, agree and acknowledge that I am bound by, and subject to, the Air Lease Corporation Incentive Compensation Recoupment Policy, as may be amended, restated, supplemented or otherwise modified from time to time (the “**Policy**”). In the event of any inconsistency between the Policy and the terms of any employment agreement, offer letter or other individual agreement with Air Lease Corporation (the “**Company**”) to which I am a party, or the terms of any compensation plan, program or agreement, whether or not written, under which any compensation has been granted, awarded, earned or paid to me, the terms of the Policy shall govern.

In the event that the Administrator (as defined in the Policy) determines that any compensation granted, awarded, earned or paid to me must be forfeited or reimbursed to the Company pursuant to the Policy, I will promptly take any action necessary to effectuate such forfeiture and/or reimbursement. I further agree and acknowledge that I am not entitled to indemnification, and hereby waive any right to advancement or payment of expenses, whether pursuant to an indemnification agreement, insurance policy procured by the Company, or otherwise, in connection with any enforcement of the Policy by the Company.

**Agreed and Acknowledged:**

\_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_  
Date: \_\_\_\_\_