

AEROCENTURY CORP
Form 4
March 13, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
CRISPIN NEAL D

(Last) (First) (Middle)
1440 CHAPIN AVENUE, SUITE 310
(Street)

BURLINGAME, CA 94010

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AEROCENTURY CORP [ACY]

3. Date of Earliest Transaction (Month/Day/Year)
03/11/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President & Chairman

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock					9,200 ⁽³⁾	D	
Common Stock	03/11/2015		P		553.1 ⁽¹⁾	A	\$ 13.88
Common Stock	03/11/2015		P		1,169.7 ⁽¹⁾	A	\$ 13.87
Common Stock	03/11/2015		P		3.9 ⁽¹⁾	A	\$ 13.73
Common Stock	03/11/2015		P		2.8 ⁽¹⁾	A	\$ 13.7
					253,714.4 ⁽²⁾	I	
					254,884.1	I	
					254,888	I	
					254,890.8	I	

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Represents purchase of shares by JetFleet Holding Corp. multiplied by Ms. Perazzo's percentage beneficial interest in JetFleet Holding Corp.
- (2) Starting indirect holdings reported adjusted to reflect corrected percentage beneficial ownership of Ms Perazzo in JetFleet Holding Corp., which holds shares of AeroCentury Corp.
- (3) Direct holding amount corrected to reflect an earlier change of form of ownership from direct to indirect ownership by a trust

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.