

Aircastle LTD  
Form 8-K  
May 25, 2010

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K  
CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934  
Date of Report (Date of earliest event reported) May 25, 2010 (May 25, 2010)  
Aircastle Limited**

(Exact name of registrant as specified in its charter)

Bermuda

001-32959

98-0444035

(State or other jurisdiction of  
incorporation)

(Commission  
File Number)

(IRS Employer  
Identification No.)

c/o Aircastle Advisor LLC, 300 First Stamford Place,  
Stamford,  
Connecticut

06902

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code (203) 504-1020

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Section 5 Corporate Governance and Management**

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

On May 25, 2010, Aircastle Limited (the Company ) held its Annual General Meeting of Shareholders. The following is a summary of the voting results from that meeting:

1. The shareholders elected Ronald W. Allen and Douglas A. Hacker (each a Class I director) to the Board of Directors for a term expiring upon the date of the 2013 Annual General Meeting of Shareholders.

|                   | For               | Withheld       | Broker Non-Votes  |
|-------------------|-------------------|----------------|-------------------|
| Ronald W. Allen   | <b>61,456,061</b> | <b>604,089</b> | <b>11,579,479</b> |
| Douglas A. Hacker | <b>61,491,579</b> | <b>568,571</b> | <b>11,579,479</b> |

2. The shareholders appointed Ernst & Young LLP as the independent registered public accounting firm for the Company for fiscal year 2010, and authorized the Board of Directors of the Company, acting by its Audit Committee, to determine the independent registered public accounting firm's fees.

| Votes For         | Votes Against    | Abstentions    |
|-------------------|------------------|----------------|
| <b>71,491,037</b> | <b>2,032,716</b> | <b>115,876</b> |

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**AIRCASTLE LIMITED**

(Registrant)

/s/ David Walton

David Walton

Chief Operating Officer, General Counsel and Secretary

Date: May 25, 2010