

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

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES  
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

**ATTENTION:** *Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.*

1 (a) NAME OF ISSUER (Please type or print) <b>Willis Lease Finance Corporation</b>		(b) IRS IDENT. NO. <b>68-0070656</b>	(c) S.E.C. FILE NO.	OMB APPROVAL OMB Number: 3235-0101 Expires: July 31, 2023 Estimated average burden hours per response ..... 1.0	
1 (d) ADDRESS OF ISSUER <b>4700 Lyons Technology Parkway, Coconut Creek, FL 33073</b>		CITY <b>COCONUT CREEK</b>		STATE <b>FL</b>	ZIP CODE <b>33073</b>
2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD <b>Austin C Willis</b>		(b) RELATIONSHIP TO ISSUER <b>CEO</b>	(c) ADDRESS STREET <b>505 S. Flagler Drive #900, West Palm Beach, FL 33401</b>		WORK LOCATION
				(e) TELEPHONE NO. AREA CODE <b>561</b>	NUMBER <b>349-9989</b>

*INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.*

3 (a) Title of the Class of Securities To Be Sold	(b) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities	SEC USE ONLY	(c) Number of Shares or Other Units To Be Sold (See instr. 3(c))	(d) Aggregate Market Value (See instr. 3(d))	(e) Number of Shares or Other Units Outstanding (See instr. 3(e))	(f) Approximate Date of Sale (See instr. 3(f)) (MO. DAY YR.)	(g) Name of Each Securities Exchange (See instr. 3(g))
		Broker-Dealer File Number					
Common	Cowen & Company 599 Lexington Avenue 20th Floor New York, NY 10022		27,186	\$1,089,343	6 million	8/8/2022	NASDAQ

INSTRUCTIONS:

1. (a) Name of issuer

(b) Issuer's I.R.S. Identification Number

(c) Issuer's S.E.C. file number, if any

(d) Issuer's address, including zip code

(e) Issuer's telephone number, including area code
2. (a) Name of person for whose account the securities are to be sold

(b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)

(c) Such person's address, including zip code
3. (a) Title of the class of securities to be sold

(b) Name and address of each broker through whom the securities are intended to be sold

(c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)

(d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice

(e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer

(f) Approximate date on which the securities are to be sold

(g) Name of each securities exchange, if any, on which the securities are intended to be sold

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 control number.

TABLE I — SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired (If gift, also give date donor acquired)	Amount of Securities Acquired	Date of Payment	Nature of Payment
Common	2/12/2004	Original Founder Shares	Charles V. Willis IV	7,632	2/12/2004	Gift
Common	4/1/2022	Restricted stock award	Willis Lease Finance Corp.	19,554	4/1/2022	Vesting

**INSTRUCTIONS:** If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds

**REMARKS:**

**INSTRUCTIONS:**  
See the definition of “person” in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

**ATTENTION:**  
The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

8/8/2022  
DATE OF NOTICE  
8/8/2022  
DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION, IF RELYING ON RULE 10B5-1

Austin Willis  
(SIGNATURE)

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

**ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)**

**Certificate Of Completion**

Envelope Id: B50CBC8EEE4A41D39892E5751699D7B9

Status: Completed

Subject: Please DocuSign: A. Willis 10b5-1 Sales Plan 08.08.22 - 12.01.22.pdf, A. Willis Form 144 08.08....

Originating Office Location:

Jupiter 661 University Blvd., Suite 107, Jupiter FL 33458

Document Type (For OnBase Auto Archiving):

Source Envelope:

Document Pages: 13

Signatures: 5

Envelope Originator:

Certificate Pages: 5

Initials: 0

Kimberly Bagatell

AutoNav: Enabled

8695 College Parkway Suite 100

Envelopeld Stamping: Enabled

Fort Myers, FL 33919

Time Zone: (UTC-05:00) Eastern Time (US &amp; Canada)

kbagatell@finemarkbank.com

IP Address: 4.31.223.182

**Record Tracking**

Status: Original

Holder: Kimberly Bagatell

Location: DocuSign

8/12/2022 10:03:25 AM

kbagatell@finemarkbank.com

**Signer Events**

Austin Willis

austinwillis357@gmail.com

Security Level: Email, Account Authentication  
(None)**Signature**DocuSigned by:  
*Austin Willis*  
967E5CB77EF3499...Signature Adoption: Pre-selected Style  
Using IP Address: 99.185.148.130**Timestamp**

Sent: 8/12/2022 10:16:29 AM

Resent: 8/12/2022 1:35:43 PM

Viewed: 8/12/2022 2:06:41 PM

Signed: 8/12/2022 2:07:10 PM

**Electronic Record and Signature Disclosure:**

Accepted: 8/10/2022 11:37:59 AM

ID: 1b6f1fdd-7ba6-49ad-9687-9409f6af0376

Company Name: FineMark National Bank &amp; Trust

David Scaff

dscaff@finemarkbank.com

Finemark National Bank &amp; Trust

Security Level: Email, Account Authentication  
(None)DocuSigned by:  
*David Scaff*  
358F13FF6EF9488...Signature Adoption: Pre-selected Style  
Using IP Address: 162.17.99.45

Sent: 8/12/2022 10:16:29 AM

Viewed: 8/12/2022 10:17:37 AM

Signed: 8/12/2022 10:17:48 AM

**Electronic Record and Signature Disclosure:**

Not Offered via DocuSign

Dean Poulakidas

dpoulakidas@willislease.com

Security Level: Email, Account Authentication  
(None)DocuSigned by:  
*Dean Poulakidas*  
0607FE4DE26B45D...Signature Adoption: Pre-selected Style  
Using IP Address: 45.17.136.219

Sent: 8/12/2022 10:16:30 AM

Resent: 8/12/2022 1:35:43 PM

Viewed: 8/12/2022 2:25:17 PM

Signed: 8/12/2022 2:25:29 PM

**Electronic Record and Signature Disclosure:**

Accepted: 8/12/2022 5:16:47 AM

ID: d8b4ef99-6064-4f9c-a3f6-a6f266736b55

Company Name: FineMark National Bank &amp; Trust

**In Person Signer Events****Signature****Timestamp****Editor Delivery Events****Status****Timestamp****Agent Delivery Events****Status****Timestamp**

Intermediary Delivery Events	Status	Timestamp
Certified Delivery Events	Status	Timestamp
Carbon Copy Events	Status	Timestamp
Austin Willis awillis@willislease.com Security Level: Email, Account Authentication (None) <b>Electronic Record and Signature Disclosure:</b> Accepted: 4/23/2021 2:54:43 PM ID: a6152252-e27a-410e-bce8-3df5a14fac94 Company Name: FineMark National Bank & Trust	COPIED	Sent: 8/12/2022 10:16:30 AM
Nancy Kellogg nkellogg@finemarkbank.com Finemark National Bank & Trust Security Level: Email, Account Authentication (None) <b>Electronic Record and Signature Disclosure:</b> Not Offered via DocuSign	COPIED	Sent: 8/12/2022 10:16:30 AM
Rachel Batres batres@willislease.com Security Level: Email, Account Authentication (None) <b>Electronic Record and Signature Disclosure:</b> Not Offered via DocuSign	COPIED	Sent: 8/12/2022 10:16:30 AM
Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	8/12/2022 10:16:31 AM
Certified Delivered	Security Checked	8/12/2022 2:25:17 PM
Signing Complete	Security Checked	8/12/2022 2:25:29 PM
Completed	Security Checked	8/12/2022 2:25:29 PM
Payment Events	Status	Timestamps
Electronic Record and Signature Disclosure		

## **ELECTRONIC RECORD AND SIGNATURE DISCLOSURE**

From time to time, FineMark National Bank & Trust (we, us or Company) may be required by law to provide to you certain written notices or disclosures. Described below are the terms and conditions for providing to you such notices and disclosures electronically through the DocuSign system. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to this Electronic Record and Signature Disclosure (ERSD), please confirm your agreement by selecting the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

### **Getting paper copies**

At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. You will have the ability to download and print documents we send to you through the DocuSign system during and immediately after the signing session and, if you elect to create a DocuSign account, you may access the documents for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

### **Withdrawing your consent**

If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

### **Consequences of changing your mind**

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. Further, you will no longer be able to use the DocuSign system to receive required notices and consents electronically from us or to sign electronically documents from us.

### **All notices and disclosures will be sent to you electronically**

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

#### **How to contact FineMark National Bank & Trust:**

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by phone call: 877-461-5901

To contact us by email send messages to: [opt-out@finemarkbank.com](mailto:opt-out@finemarkbank.com)

To contact us by paper mail, please send correspondence to:

FineMark National Bank & Trust

8695 College Parkway

Fort Myers, FL 33919

#### **To advise FineMark National Bank & Trust of your new email address**

To let us know of a change in your email address where we should send notices and disclosures electronically to you, you must send an email message to us at [opt-out@finemarkbank.com](mailto:opt-out@finemarkbank.com) and in the body of such request you must state: your previous email address, your new email address. We do not require any other information from you to change your email address.

If you created a DocuSign account, you may update it with your new email address through your account preferences.

#### **To request paper copies from FineMark National Bank & Trust**

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an email to [opt-out@finemarkbank.com](mailto:opt-out@finemarkbank.com) and in the body of such request you must state your email address, full name, mailing address, and telephone number. We will bill you for any fees at that time, if any.

#### **To withdraw your consent with FineMark National Bank & Trust**

To inform us that you no longer wish to receive future notices and disclosures in electronic format you may:

- i. decline to sign a document from within your signing session, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;
- ii. send us an email to [opt-out@finemarkbank.com](mailto:opt-out@finemarkbank.com) and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

### **Required hardware and software**

The minimum system requirements for using the DocuSign system may change over time. The current system requirements are found here: <https://support.docusign.com/guides/signer-guide-signing-system-requirements>.

### **Acknowledging your access and consent to receive and sign documents electronically**

To confirm to us that you can access this information electronically, which will be similar to other electronic notices and disclosures that we will provide to you, please confirm that you have read this ERSD, and (i) that you are able to print on paper or electronically save this ERSD for your future reference and access; or (ii) that you are able to email this ERSD to an email address where you will be able to print on paper or save it for your future reference and access. Further, if you consent to receiving notices and disclosures exclusively in electronic format as described herein, then select the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

By selecting the check-box next to 'I agree to use electronic records and signatures', you confirm that:

- You can access and read this Electronic Record and Signature Disclosure; and
- You can print on paper this Electronic Record and Signature Disclosure, or save or send this Electronic Record and Disclosure to a location where you can print it, for future reference and access; and
- Until or unless you notify FineMark National Bank & Trust as described above, you consent to receive exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you by FineMark National Bank & Trust during the course of your relationship with FineMark National Bank & Trust.