



AFSA Credit Summit for Fixed Income Investors

May 28, 2014

Forward-Looking Statements

Certain items in this presentation and other information we provide from time to time, may constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 including, but not necessarily limited to, statements relating to our ability to acquire, sell, lease or finance aircraft, raise capital, pay dividends, and increase revenues, earnings, EBITDA, Adjusted EBITDA, Adjusted Net Income, Operating Cash Flow, Cash Earnings and Cash ROE and the global aviation industry and aircraft leasing sector. Words such as “anticipates,” “expects,” “intends,” “plans,” “projects,” “believes,” “may,” “will,” “would,” “could,” “should,” “seeks,” “estimates” and variations on these words and similar expressions are intended to identify such forward-looking statements. These statements are based on management’s current expectations and beliefs and are subject to a number of factors that could lead to actual results materially different from those described in the forward-looking statements; Aircastle can give no assurance that its expectations will be attained. Accordingly, you should not place undue reliance on any forward-looking statements contained in this report. Factors that could have a material adverse effect on our operations and future prospects or that could cause actual results to differ materially from Aircastle expectations include, but are not limited to, capital markets disruption or volatility which could adversely affect our continued ability to obtain additional capital to finance new investments or our working capital needs; government fiscal or tax policies, general economic and business conditions or other factors affecting demand for aircraft or aircraft values and lease rates; our continued ability to obtain favorable tax treatment in Bermuda, Ireland and other jurisdictions; our ability to pay dividends; high or volatile fuel prices, lack of access to capital, reduced load factors and/or reduced yields, operational disruptions caused by political unrest and other factors affecting the creditworthiness of our airline customers and their ability to continue to perform their obligations under our leases and other risks detailed from time to time in Aircastle’s filings with the SEC, including as previously disclosed in Aircastle’s 2013 Annual Report on Form 10-K, and elsewhere in this report. In addition, new risks and uncertainties emerge from time to time, and it is not possible for Aircastle to predict or assess the impact of every factor that may cause its actual results to differ from those contained in any forward-looking statements. Such forward-looking statements speak only as of the date of this report. Aircastle Limited expressly disclaims any obligation to release publicly any updates or revisions to any forward-looking statements contained herein to reflect any change in its expectations with regard thereto or change in events, conditions or circumstances on which any statement is based.

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Aircastle Overview

- **Experienced management team with a strong ownership base**
 - Improved ownership structure with Marubeni and Ontario Teachers' as key shareholders
- **Strong Industry Fundamentals**
 - Air traffic has grown approximately 1.5x faster than global GDP
 - World fleet expected to double over the next 20 years
- **Actively managed and upgraded fleet**
 - Made \$1.45 billion in aircraft investments during 2013
 - More than \$1.1 billion closed and committed in 2014+ including recently announced LATAM deal
 - Growth in newer, high quality wide-bodies on long-term leases with strong operators
- **Strong portfolio and financial performance**
 - Maintaining high utilization levels and making good progress with placements and sales
 - Consistently strong cash flows
- **Enhanced, conservative capital structure**
 - Raised nearly \$1 billion of external capital in 2013 and more than \$500 million to date in 2014
 - Net debt to equity of 2.3x at the end of Q1 2014

Disciplined and Differentiated Approach

Shareholders

- **NYSE-listed with two large, strategic investors with long-term, global orientations**
 - Completed evolution from private equity funded start-up
- **Marubeni and Ontario Teachers' collectively own ~30% of Aircastle's shares**
 - \$209 million share sale to Marubeni completed in July 2013
 - Marubeni has two of ten seats on Aircastle's Board

Marubeni



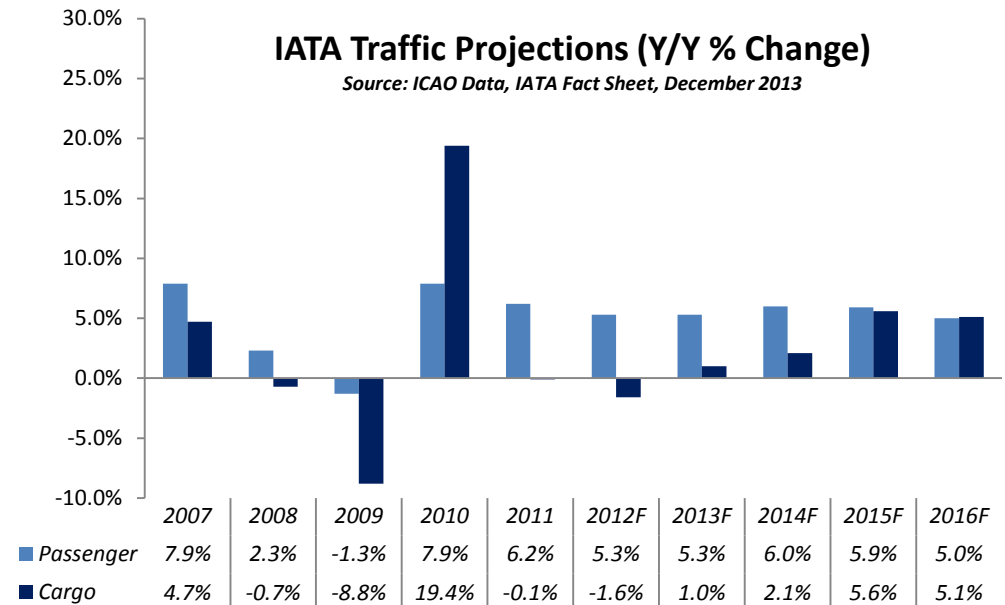
- **Premier Japanese trading company**
 - Blue chip company with 150+ year history
 - 120 offices in 65 countries
 - \$70 billion in assets
 - Stock market capitalization of \$12 billion
 - Broad aerospace industry experience
- **Leading Canadian pension plan**
 - \$140 billion in assets under management
 - Largest single profession pension plan in Canada
 - Significant global investor

Diverse shareholder base with two major investors

Positive Long-Term Industry Fundamentals

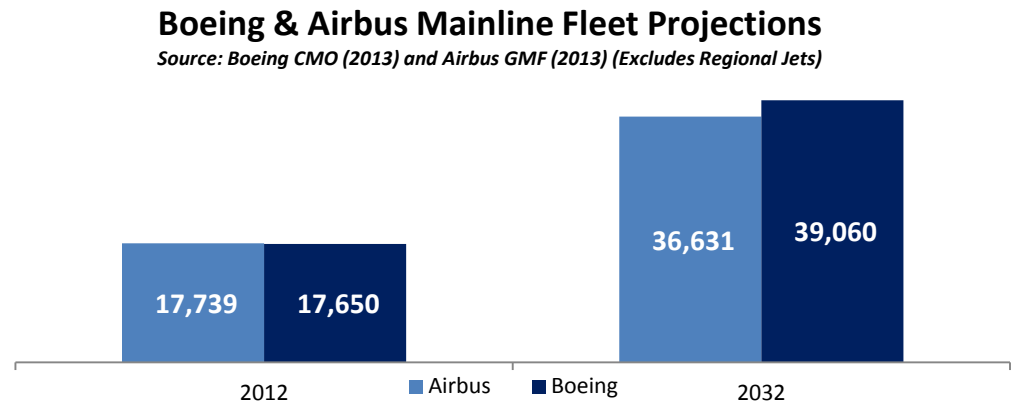
Long Term Growth in Air Traffic

- Air traffic driven by global economic activity
- Air traffic has grown ~1.5x faster than global GDP growth
- Developing markets now account for ~30% of new aircraft deliveries



Global Fleet Expected to Grow Substantially

- World fleet expected to double over the next 20 years
- Driven by emerging economy growth and re-fleeting activity



Investment Strategy

- Analytically driven and price sensitive
- Cash flow minded
- Underwrite to hold; trading mindset
- Broad approach to sourcing investments
- Focus on value-add situations
- Sensitive to “last off the line” / aircraft production life effects
- Countercyclical orientation
- Require return premium for future capital commitments



Savvy aircraft investor with disciplined approach

Aircraft Fleet Evolution

- Flexible, value-oriented approach
- Acquired \$1.45 billion in aviation assets during 2013, and \$715 million thus far in 2014
 - 73% invested in aircraft less than five years old, mostly in mid- and wide-body aircraft
 - Mid-aged aircraft investments continue to play an important role

Fleet Distribution as a % of Total Net Book Value					
Aircraft Type	Model	YE 2009	YE 2011	YE 2013	Q1 2014
Current Generation	A330s	17%	23%	30%	29%
	777ERs	2%	5%	12%	20%
Current Generation	737 NGs	18%	17%	18%	17%
	Narrow-Bodies	A320 CEOs	17%	14%	12%
Freighters	747-400s	27%	22%	17%	15%
	Other Freighters	3%	9%	2%	1%
Classic Generation	737s	4%	2%	1%	<1%
	Aircraft	757s & 767s	12%	8%	5%
Regional Jets	E-Jets	0%	0%	3%	3%

Diversified Customer Base

- **65 airline customers across the globe**
 - Largest individual exposure is 9.3% of total NBV
- **Large, national flag carriers comprise most of our top customers**

Top Ten Lessees			
% of NBV*	Customer	Country	#Aircraft
> 6% per Customer	LATAM	Chile	4
3% to 6% per Customer	South African Airways	South Africa	4
	Thai Airways	Thailand	2
	Singapore Airlines	Singapore	4
	Martinair	Netherlands	5
	Emirates	UAE	2
	Garuda	Indonesia	4
	US Airways	USA	11
	Jet Airways	India	8
	Virgin Australia	Australia	2

* Percentage of net book value. Figures as of March 31, 2014.

Broad Geographic Distribution

- **Regional distribution evolving with global trends**
 - Asian customers now 38% of portfolio NBV vs. 20% at YE 2009
 - European exposure now 28% of total NBV vs. 46% at YE 2009
- **Airline customers based in 37 countries**

Top Ten Countries		
Country	# Customers	% of NBV*
Chile	1	9.3%
Russia	7	6.6%
USA	5	6.1%
Thailand	2	5.7%
South Africa	1	5.5%
Singapore	1	5.4%
Netherlands	3	5.2%
South Korea	3	4.2%
UAE	1	4.1%
Indonesia	1	3.8%

* Percentage of net book value. Figures as of March 31, 2014.

Well Diversified Lease Expiries

- 2014 task is well in hand
 - Sold three end of life aircraft in Q1; working on nine additional sales, most of which are subject to LOIs
 - Two of four remaining 2014 lease placements have LOIs
 - In active discussions to place one 747-400 converted freighter and one mid-aged A320
- Team is working on 2015 placements
- Lease roll-off in future years is well dispersed

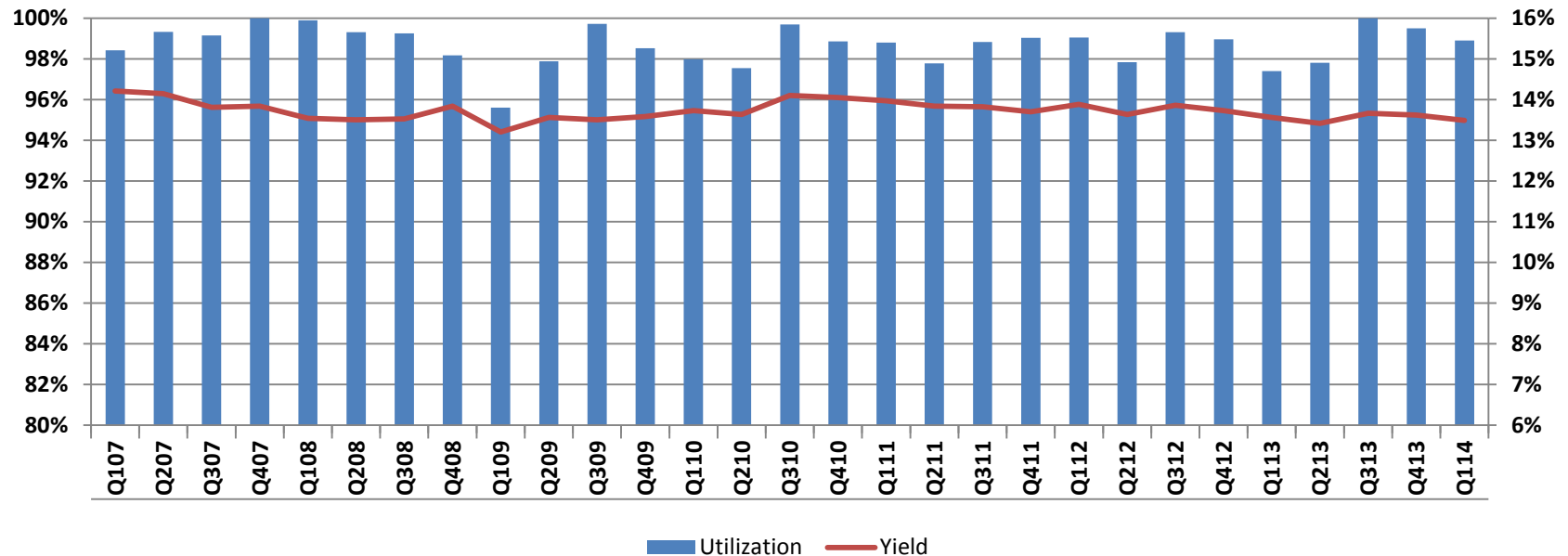
Year	Number of Scheduled Lease Expirations	% of Total NBV
2015	21	8%
2016	26	11%
2017	33	20%
2018	21	14%

Figures as of March 31, 2014 except where otherwise noted.

Consistently Strong Portfolio Performance

- Portfolio utilization of 98-99% and rental yield of ~14% over past six years
- Q1:14 utilization of 98.9% and rental yield of 13.5%
 - Yield reflecting impact of investments in newer wide-body aircraft with long leases

Historical Revenue Utilization¹ and Yield²

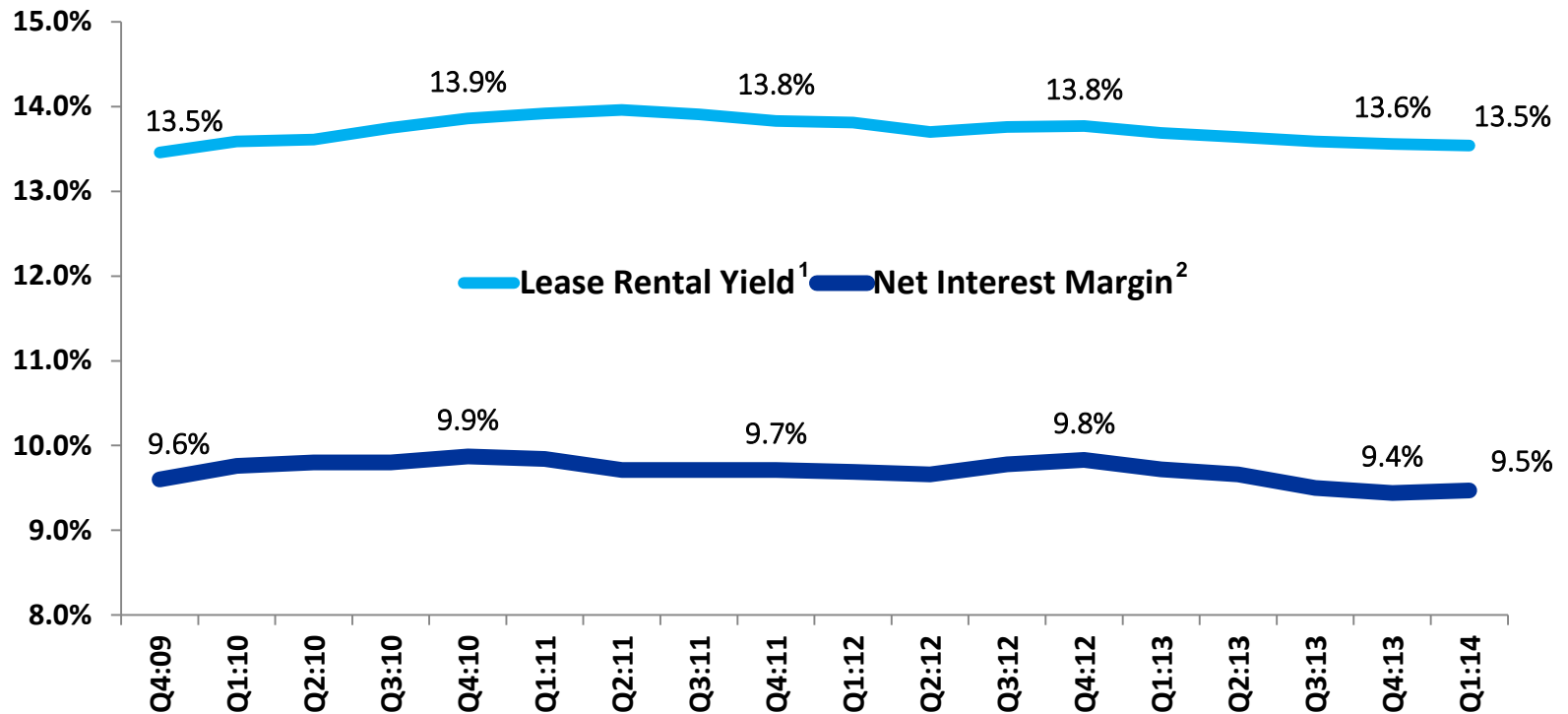


Diversification and active asset management drive results

1. Aircraft on-lease days as a percent of total days in period weighted by NBV.
 2. Calculated as lease rental revenue / average NBV of flight equipment for the period. Rental revenue does not include maintenance revenue.

Among Industry's Highest Net Interest Margins

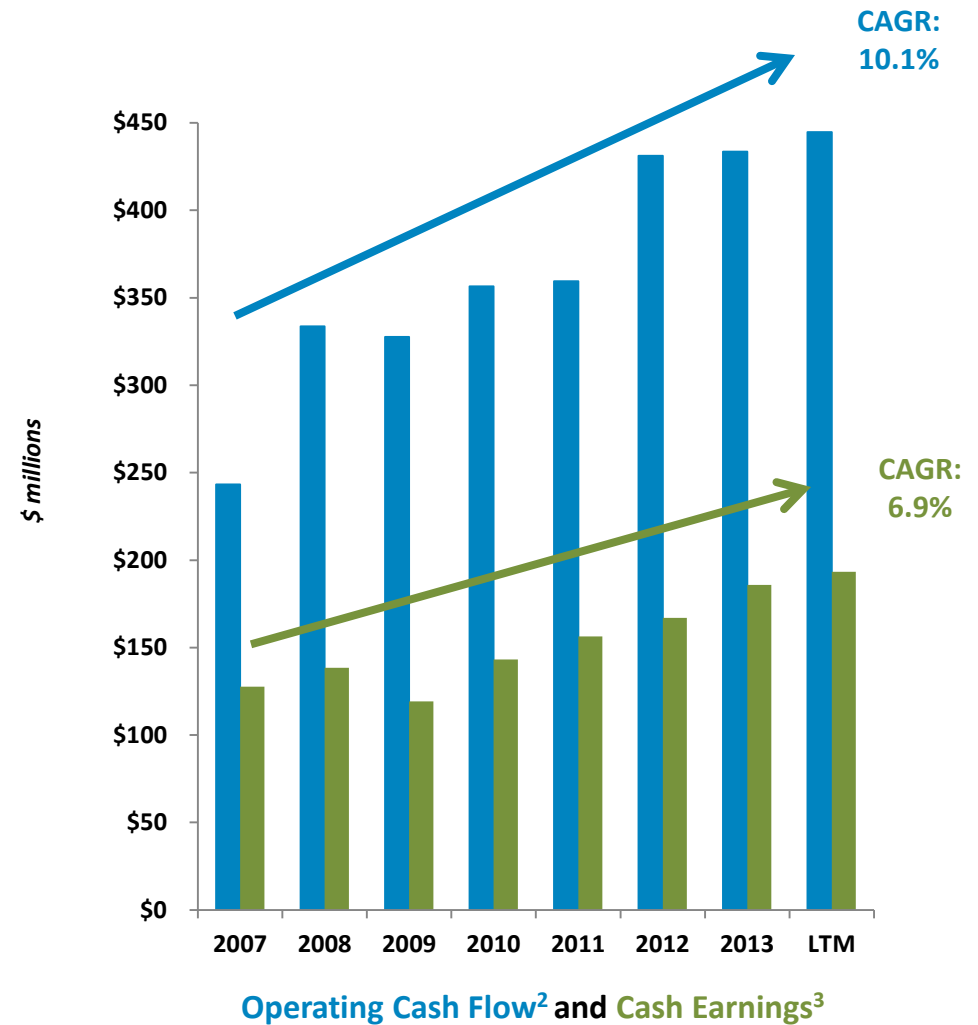
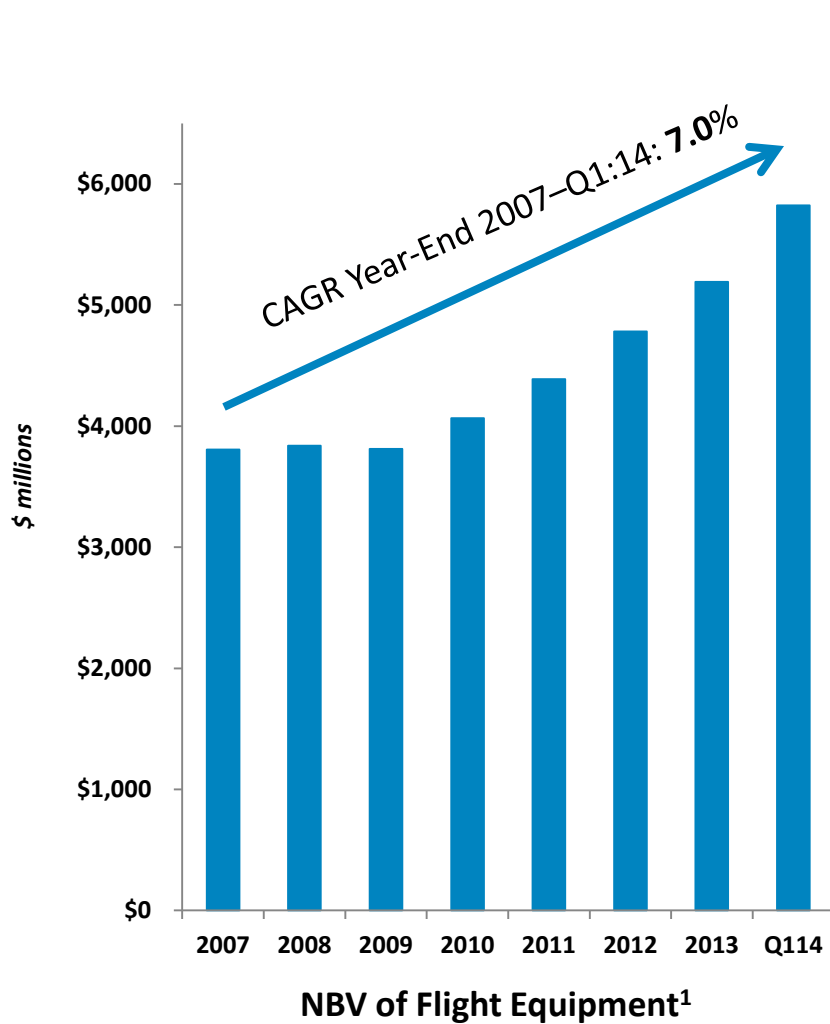
- Changing fleet mix over last few years produces slightly lower revenue yields, but
- Proactive liability management results in very attractive net interest margins



Stable Lease Rental Yields and Net Interest Margins

1. Lease Rental Yield = Operating lease rental revenue / average NBV of flight equipment for the period calculated on a rolling 12 month basis.
2. Net Interest Margin = Lease Rental Yield minus Interest on borrowings, net of settlements on interest rate derivatives, and other liabilities / average NBV of flight equipment for the period calculated on a rolling 12 month basis.

Asset Growth Driving Operating Cash Flow and Cash Earnings



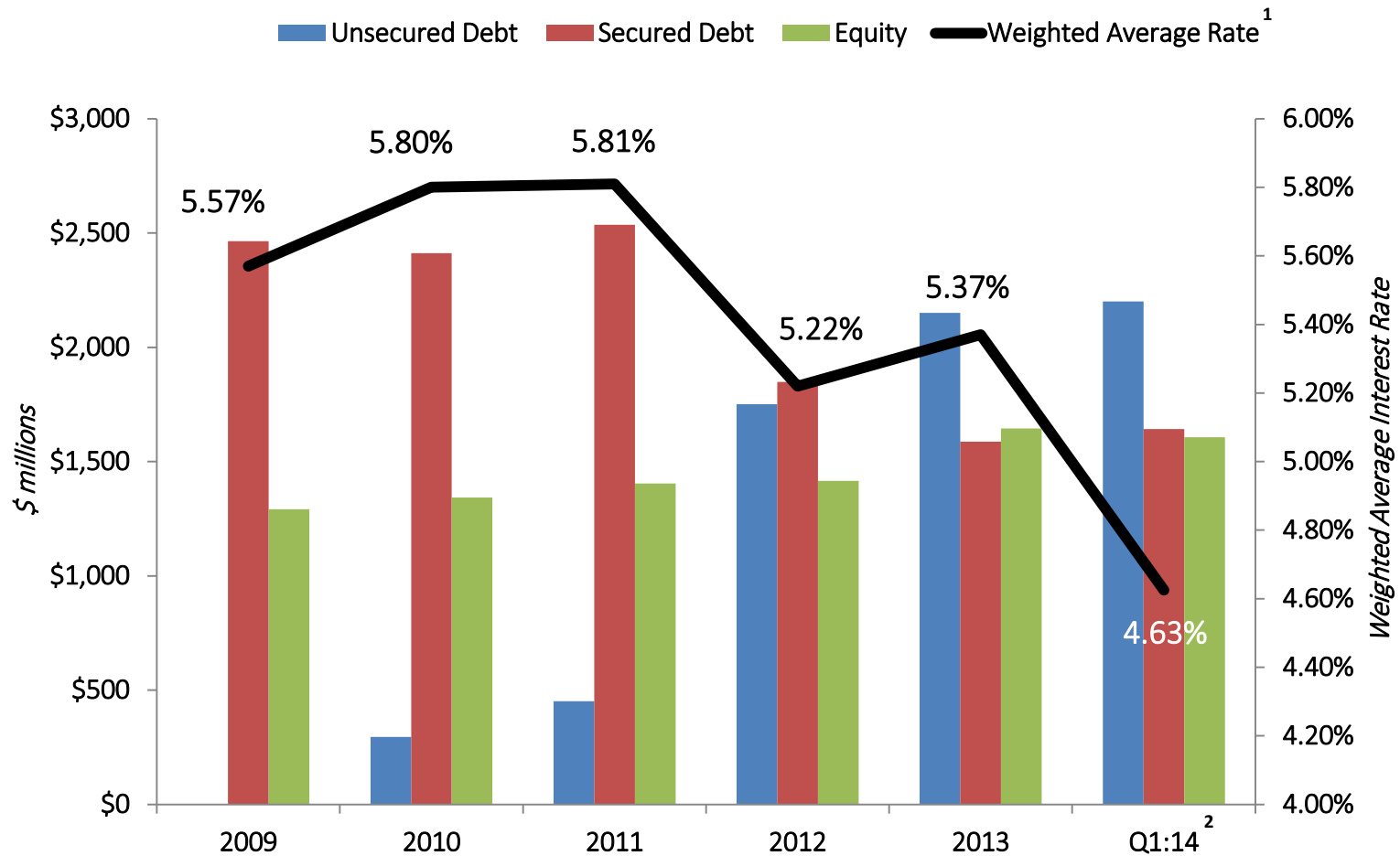
1. Total period end Net Book Value of flight equipment plus finance leases and assets held for sale.

2. Cash flow from operations plus collections on finance leases.

3. Cash Flow From Operations plus collections on finance leases and gain (loss) on sale of flight equipment less depreciation plus distributions received from our Joint Venture with Ontario Teachers'.

NOTE: See appendix for GAAP to Non-GAAP reconciliation.

Transformed Capital Structure and Reduced Cost of Debt



Unsecured Debt is 57% of Total Debt Pro-Forma March, 31, 2014

1. Weighted average rate reflects fixed rates for all unsecured bonds and all fixed rate secured debt. For Securitization No. 2, reflects fixed swap rate in effect plus margin at period end.
 2. Debt and equity balances are as of period end. Q1:14 debt and equity are pro-forma and reflects the redemption of \$450 million of 9.75% on April 25, 2014.

Capital Structure

- **Conservative**
- **Multiple funding sources**
- **Balance between secured and unsecured debt**
- **Neutral to interest rate movements**
- **Manage maturity walls**
- **Corporate revolver for flexibility and to capture opportunities**
- **Maintain access throughout market cycle**



***Flexible financing approach;
Integrated with investment strategy***

Appendix

Adjusted EBITDA Reconciliation

\$ thousands	Year Ended December 31,							
	2007	2008	2009	2010	2011	2012	2013	LTM
Net income	\$127,344	\$115,291	\$102,492	\$65,816	\$124,270	\$32,868	\$29,781	\$12,494
Depreciation	126,403	201,759	209,481	220,476	242,103	269,920	284,924	288,951
Amortization of net lease premiums (discounts) and lease incentives	(7,379)	(1,815)	11,229	20,081	16,445	12,844	32,411	31,921
Interest, net	92,660	203,529	169,810	178,262	204,150	222,808	243,757	248,868
Income tax provision	7,658	7,541	8,660	6,596	7,832	7,845	9,215	6,514
Discontinued operations, net of income taxes	(12,941)	-	-	-	-	-	-	-
EBITDA	\$333,745	\$526,305	\$501,672	\$491,231	\$594,800	\$546,285	\$600,088	\$588,748
Mark-to-market (income) expense of undesignated interest rate derivatives	(1,154)	11,446	(959)	860	848	(597)	(4,754)	(4,220)
Share based payment expense	6,674	6,529	6,868	7,509	5,786	4,232	4,569	4,748
Impairment of aircraft	-	-	18,211	7,342	6,436	96,454	117,306	129,370
Contract termination expense	-	-	4,000	-	-	1,248	-	-
Adjusted EBITDA	\$339,265	\$544,280	\$529,792	\$506,942	\$607,870	\$647,622	\$717,209	\$718,646

We define EBITDA as income from continuing operations before income taxes, interest expense, and depreciation and amortization. We use EBITDA to assess our consolidated financial and operating performance, and we believe this non-GAAP measure is helpful in identifying trends in our performance. Using EBITDA assists us in comparing our operating performance on a consistent basis by removing the impact of our capital structure (primarily interest charges on our outstanding debt) and asset base (primarily depreciation and amortization) from our operating results. We define Adjusted EBITDA as EBITDA (as defined above) further adjusted to give effect to adjustments required in calculating covenant ratios and compliance as that term is defined in the indenture governing our senior unsecured notes. Adjusted EBITDA is a material component of these covenants.

Reconciliation of GAAP to Non-GAAP Measures – Operating Cash Flow

(\$ thousands)	<u>2007</u>	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>	<u>2013</u>	<u>LTM</u>
Net cash provided by operating activities	\$ 243,236	\$ 333,626	\$ 327,641	\$ 356,530	\$ 359,377	\$ 427,277	\$ 424,037	\$ 434,281
Collections on Finance Leases	-	-	-	-	-	3,852	9,508	10,436
Operating Cash Flow	<u>\$ 243,236</u>	<u>\$ 333,626</u>	<u>\$ 327,641</u>	<u>\$ 356,530</u>	<u>\$ 359,377</u>	<u>\$ 431,129</u>	<u>\$ 433,545</u>	<u>\$ 444,717</u>

Management believes that Operating Cash Flow when viewed in conjunction with the Company's results under US GAAP and the above reconciliation, provide useful information about operating and period-over-period performance, and provide additional information that is useful for evaluating the underlying operating performance of our business without regard to periodic reporting elements related to non-cash revenue and expense items and interest rate derivative accounting.

Reconciliation of GAAP to Non-GAAP Measures – Cash Earnings

\$ in thousands	2007	2008	2009	2010	2011	2012	2013	LTM
Net cash provided by operating activities	\$ 243,236	\$ 333,626	\$ 327,641	\$ 356,530	\$ 359,377	\$ 427,277	\$ 424,037	\$ 434,281
Collections on Finance Leases	-	-	-	-	-	3,852	9,508	10,436
Gain on Sale of Flight Equipment	11,566	6,525	1,162	7,084	39,092	5,747	37,220	37,138
Less: Depreciation	(127,164)	(201,759)	(209,481)	(220,476)	(242,103)	(269,920)	(284,924)	(288,951)
Distributions Received from Joint Venture	-	-	-	-	-	-	-	388
Cash Earnings	\$ 127,638	\$ 138,392	\$ 119,322	\$ 143,138	\$ 156,366	\$ 166,956	\$ 185,841	\$ 193,292
Average Shareholder's Equity	\$965,887	\$1,203,372	\$1,201,702	\$1,316,978	\$1,373,663	\$1,410,117	\$1,530,516	\$1,644,413
Cash Earnings / Average Shareholder's Equity	13.2%	11.5%	9.9%	10.9%	11.4%	11.8%	12.1%	11.8%
Net Income	\$127,344	\$115,291	\$102,492	\$65,816	\$124,270	\$32,868	\$29,781	\$12,493
Net Income / Average Shareholder's Equity	13.2%	9.6%	8.5%	5.0%	9.0%	2.3%	1.9%	0.8%

Note: Average Shareholder's Equity is the sum of the current period end shareholder's equity and prior year end shareholder's equity divided by two. Management believes that the cash return on equity metric (Cash ROE) when viewed in conjunction with the Company's results under US GAAP and the above reconciliation, provide useful information about operating and period-over-period performance, and provide additional information that is useful for evaluating the underlying operating performance of our business without regard to periodic reporting impacts related to non-cash revenue and expense items and interest rate derivative accounting, while recognizing the depreciating nature of our assets.

Limitations of EBITDA, Adjusted EBITDA, Cash ROE and Operating Cash Flow

An investor or potential investor may find EBITDA, Adjusted EBITDA, Cash ROE and Operating Cash Flow important measures in evaluating our performance, results of operations and financial position. We use these non-US GAAP measures to supplement our US GAAP results in order to provide a more complete understanding of the factors and trends affecting our business.

EBITDA, Adjusted EBITDA, Cash ROE and Operating Cash Flow have limitations as analytical tools and should not be viewed in isolation or as substitutes for US GAAP measures of earnings. Material limitations in making the adjustments to our earnings to calculate EBITDA, Adjusted EBITDA, Cash ROE and Operating Cash Flow, and using these non-US GAAP measures as compared to US GAAP net income, income from continuing operations and cash flows provided by or used in operations, include:

- depreciation and amortization, though not directly affecting our current cash position, represent the wear and tear and/or reduction in value of our aircraft, which affects the aircraft's availability for use and may be indicative of future needs for capital expenditures;
- the cash portion of income tax (benefit) provision generally represents charges (gains), which may significantly affect our financial results;
- elements of our interest rate derivative accounting may be used to evaluate the effectiveness of our hedging policy; hedge loss amortization charges related to Term Financing No. 1; and
- adjustments required in calculating covenant ratios and compliance as that term is defined in the indenture governing our senior unsecured notes.

EBITDA, Adjusted EBITDA, Cash ROE and Operating Cash Flow are not alternatives to net income, income from operations or cash flows provided by or used in operations as calculated and presented in accordance with US GAAP. You should not rely on these non-US GAAP measures as a substitute for any such US GAAP financial measure. We strongly urge you to review the reconciliations to US GAAP net income, along with our consolidated financial statements included elsewhere in our Annual Report. We also strongly urge you to not rely on any single financial measure to evaluate our business. In addition, because EBITDA, Adjusted EBITDA, Cash ROE and Operating Cash Flow are not measures of financial performance under US GAAP and are susceptible to varying calculations, EBITDA, Adjusted EBITDA, Cash ROE and Operating Cash Flow as presented here, may differ from and may not be comparable to, similarly titled measures used by other companies.