



AIRCATTLE ADVISOR LLC
300 First Stamford Place
5th Floor
STAMFORD, CT 06902
TEL 203-504-1020

March 27, 2013

Attention: U.S. Shareholders of Aircastle Limited

IMPORTANT TAX NOTICE

Re: 2012 PFIC Status

This statement is provided for shareholders who are United States persons for purposes of the U.S. Internal Revenue Code. It is not relevant to other shareholders.

Aircastle Limited (“AYR” or “the Company”) and its wholly-owned subsidiary AYR Bermuda Limited (“AYR Bermuda”) meet the Internal Revenue Code definition of a passive foreign investment company (“PFIC”) for the taxable year ended December 31, 2012. The Company is hereby making available PFIC Annual Information Statements for both AYR and AYR Bermuda for their taxable years beginning on January 1, 2012 and ending on December 31, 2012 pursuant to the requirements of Treasury Regulation Section 1.1295-1(g)(1). **If you were a shareholder of AYR during 2012 you also are deemed to have indirectly owned shares in AYR Bermuda during 2012.**

The PFIC Annual Information Statements contain information to enable you, should you choose, to elect to treat AYR and AYR Bermuda as a Qualified Electing Fund (“QEF”).

A U.S. shareholder who makes a QEF election for AYR and AYR Bermuda is required annually to include in his or her income his or her pro rata share of the ordinary earnings and net capital gains for both AYR and AYR Bermuda. The QEF election is made by completing and attaching Form 8621 for each PFIC to your federal income tax return filed by the due date of the return, including extensions.

U.S. shareholders are advised to consult with their tax advisors with respect to the 2012 PFIC Annual Information Statement.

Further information on PFIC rules is available on the internet at the Internal Revenue Service website, including the following pages:

Detailed information about PFICs and the QEF election: www.irs.gov/instructions/i8621/ch01.html

Instructions to complete Form 8621: www.irs.gov/pub/irs-pdf/i8621.pdf

Form 8621: www.irs.gov/pub/irs-pdf/f8621.pdf

THIS INFORMATION IS PROVIDED IN ORDER TO ASSIST SHAREHOLDERS IN MAKING CALCULATIONS AND DOES NOT CONSTITUTE TAX ADVICE. SHAREHOLDERS ARE ADVISED TO CONSULT THEIR OWN TAX ADVISORS CONCERNING THE OVERALL TAX CONSEQUENCES OF THE OWNERSHIP OF AIRCASTLE LIMITED SHARES ARISING IN THEIR OWN PARTICULAR SITUATIONS UNDER THE UNITED STATES FEDERAL, STATE, LOCAL OR FOREIGN LAW.

IRS Circular 230 Notice

TO ENSURE COMPLIANCE WITH TREASURY DEPARTMENT CIRCULAR 230, YOU ARE HEREBY NOTIFIED THAT: (A) ANY FEDERAL TAX ADVICE CONTAINED HEREIN IS NOT INTENDED OR WRITTEN TO BE USED, AND CANNOT BE USED BY ANY TAXPAYER FOR THE PURPOSE OF AVOIDING PENALTIES THAT MAY BE IMPOSED UNDER THE INTERNAL REVENUE CODE; (B) THE ADVICE IS WRITTEN IN CONNECTION WITH THE PROMOTION OR MARKETING OF THE TRANSACTIONS OR MATTERS ADDRESSED HEREIN, AND (C) THE TAXPAYER SHOULD SEEK ADVICE BASED ON THE TAXPAYER’S PARTICULAR CIRCUMSTANCES FROM AN INDEPENDENT TAX ADVISOR.



**PFIC Annual Information Statement
Aircastle Limited - FEIN 98-0444035**

- (1) This Information Statement applies to the taxable year of Aircastle Limited (“AYR”) beginning on January 1, 2012 and ending on December 31, 2012 (the “Taxable Year”).
- (2) (i) Your pro rata share of AYR’s ordinary earnings for the Taxable Year is 0.
(ii) Your pro rata share of AYR’s net capital gain for the Taxable Year is 0.

U.S. shareholders are advised to consult with their tax advisors with respect to the calculation of their pro rata share of AYR’s ordinary earnings and net short term and long term capital gain for the Taxable Year.

- (3) The amount of cash and the fair market value of other property distributed or deemed distributed by AYR during the Taxable Year are as follows:

Cash:

<u>Payment Date</u>	<u>Record Date</u>	<u>Per Share Distributions</u>
March 15, 2012	February 29, 2012	US\$ 0.15
June 15, 2012	May 31, 2012	US\$ 0.15
September 14, 2012	August 31, 2012	US\$ 0.15
December 14, 2012	November 30, 2012	US\$ 0.165

Fair Market Value of Property: US \$0.00

- (4) Any shareholders making a QEF election will be permitted by AYR to inspect and copy its permanent books of account, records, and such other documents as are maintained by AYR that are necessary to establish that AYR’s ordinary earnings and net capital gain, as provided in section 1293(e) of the U.S. Internal Revenue Code, are computed in accordance with U.S. income tax principles, and to verify these amounts and your pro rata share thereof.

Aircastle Limited

Date: March 27, 2013

By: Robert Casafulli
Authorized Representative



**PFIC Annual Information Statement
AYR Bermuda Limited - FEIN 98-0565732**

(1) This Information Statement applies to the taxable year of AYR Bermuda Limited (“AYR Bermuda”) beginning on January 1, 2012 and ending on December 31, 2012 (the “Taxable Year”).

(2) (i) Your pro rata share of AYR Bermuda’s ordinary earnings for the Taxable Year can be determined as follows:

(a) If you owned the same number of AYR shares for the entire 366 day period January 1, 2012 through December 31, 2012, you are deemed to indirectly own the same number of AYR Bermuda shares for that period and should multiply the number of shares by the “Per Common Share” amount below.

	Total	Per Common Share
Ordinary Earnings	US\$ 417,582	US\$ 0.005988

(b) If you did not own all of your AYR shares for the entire 366 day period, or owned different numbers of AYR shares at different times during the period beginning January 1, 2012 and ending December 31, 2012, your daily pro rata share of AYR Bermuda ordinary earnings is:

Holding Period	Daily Per Common Share
January 1 – August 9, 2012	US\$ 0.000016
August 10 – December 31, 2012	US\$ 0.000017

(c) If you owned a different number of AYR shares at different times during 2012, perform the calculations specified in (b) above separately for **each** lot of AYR shares owned for **each** Holding Period and include the total amounts yielded from those calculations on Form 8621.

Investors may use the following example as a guide to calculate their pro rata share of AYR Bermuda’s ordinary earnings to be included on Form 8621:

EXAMPLE: Holding period is September 1 – December 31, 2012	
Number of AYR common shares held (A)	1,000
Number of days the AYR common shares were held during the Holding Period (B)	122
Daily Per Common Share during the Holding Period (C)	US\$ 0.000017
Daily pro rata share (A) x (B) x (C)	US\$ 2.07

(ii) Your pro rata share of AYR Bermuda’s net capital gain for the Taxable Year is 0.

U.S. shareholders are advised to consult with their tax advisors with respect to the calculation of their pro rata share of AYR Bermuda’s ordinary earnings and net short term and long term capital gain for the Taxable Year.

(4) Any shareholders making a QEF election will be permitted by AYR Bermuda to inspect and copy its permanent books of account, records, and such other documents as are maintained by AYR Bermuda that are necessary to establish that AYR Bermuda’s ordinary earnings and net capital gain, as provided in section 1293(e) of the U.S. Internal Revenue Code, are computed in accordance with U.S. income tax principles, and to verify these amounts and your pro rata share thereof.



AYR Bermuda Limited

Date: March 27, 2013

By: Robert Gasfull
Authorized Representative