

SEC Form 4

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden

hours per response: 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * <u>CRISPIN NEAL D</u> (Last) (First) (Middle) 1440 CHAPIN AVENUE SUITE 310 (Street) BURLINGAME CA 94010 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>AEROCENTURY CORP [ACY]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President and Chairman
	3. Date of Earliest Transaction (Month/Day/Year) 03/05/2015	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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							34,838	D		
Common Stock	03/05/2015		P		500	A	\$12.478	225,463	I	by spouse
Common Stock	03/05/2015		P		600	A	\$12.466	226,063	I	by spouse
Common Stock	03/05/2015		P		400	A	\$12.47	226,463	I	by spouse
Common Stock	03/05/2015		P		429	A	\$12.59	226,892	I	by spouse
Common Stock	03/05/2015		P		500	A	\$12.5	227,392	I	by spouse
Common Stock	03/05/2015		P		71	A	\$12.6	227,463	I	by spouse
Common Stock	03/05/2015		P		400	A	\$12.399	227,863	I	by spouse
Common Stock	03/05/2015		P		190	A	\$12.391	228,053	I	by spouse
Common Stock	03/05/2015		P		410	A	\$12.286	228,463	I	by spouse
Common Stock	03/05/2015		P		11	A	\$12.442	228,474	I	by spouse
Common Stock	03/05/2015		P		400	A	\$12.5	228,874	I	by spouse
Common Stock	03/05/2015		P		200	A	\$12.37	229,074	I	by spouse
Common Stock	03/05/2015		P		1,100	A	\$12.5	230,174	I	by spouse

Common Stock	03/05/2015		P		289	A	\$12.442	230,463	I	by spouse
Common Stock	03/05/2015		P		100	A	\$12.2	230,563	I	by spouse
Common Stock	03/05/2015		P		300	A	\$12.19	230,863	I	by spouse
Common Stock	03/05/2015		P		200	A	\$12.2	231,063	I	by spouse
Common Stock	03/05/2015		P		1,400	A	\$12.188	232,463	I	by spouse
Common Stock	03/06/2015		P		100	A	\$12.379	232,563	I	by spouse
Common Stock	03/06/2015		P		100	A	\$12.34	232,663	I	by spouse
Common Stock	03/06/2015		P		800	A	\$12.379	233,463	I	by spouse
Common Stock	03/06/2015		P		34	A	\$12.2177	233,497	I	by spouse
Common Stock	03/06/2015		P		100	A	\$12.33	233,597	I	by spouse
Common Stock	03/06/2015		P		100	A	\$12.3799	233,697	I	by spouse
Common Stock	03/06/2015		P		294	A	\$12.3299	233,991	I	by spouse
Common Stock	03/06/2015		P		106	A	\$12.3699	234,097	I	by spouse
Common Stock	03/06/2015		P		300	A	\$12.3799	234,397	I	by spouse
Common Stock	03/06/2015		P		66	A	\$12.2525	234,463	I	by spouse

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

Remarks:

NEAL D. CRISPIN

03/09/2015

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.