

# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## FORM 8-K

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CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): September 16, 2016



## AEROCENTURY CORP.

*(Exact name of Registrant as specified in its charter)*

**Delaware**

*(State of Incorporation)*

**94-3263974**

*(I.R.S. Employer Identification No.)*

**000-1036848**

*(Commission File Number)*

**1440 Chapin Avenue, Suite 310**

**Burlingame, CA 94010**

*(Address of principal executive offices including Zip Code)*

**650-340-1888**

*(Registrant's telephone number, including area code)*

**Not applicable**

*(Former name and 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))

**Item 1.01 Entry into a Material Definitive Agreement**

**Item 2.01 Completion of Acquisition or Disposition of Assets**

On September 15, 2006, AeroCentury Corp. (the "Company") purchased two Bombardier CRJ900 aircraft ("Aircraft"), from each of GOAL Vervalutungsgesellschaft MbH & Co. Project Nr. 32 KG and GOAL Vervalutungsgesellschaft MbH & Co. Project Nr. 33 KG, entities managed by GOAL German Operating Leasing GmbH & Co. KG. The aggregate purchase price for the two Aircraft was \$36.9 million. The Aircraft are on lease to Adria Airways, a Slovenia-based passenger air carrier and member of the Star Alliance, pursuant to leases with a remaining terms of over 10 years.

**Item 9.01 Exhibit and Financial Statements**

The following Exhibits are being filed with this Form 8-K:

<b>Exhibit #</b>	<b>Title</b>
99.1	Aircraft Sale and Purchase Agreement, between AeroCentury Corp. and GOAL Verwaltungsgesellschaft MbH & Co. Projekt Nr. 32KG, dated September 15, 2016*
99.2	Aircraft Sale and Purchase Agreement, between AeroCentury Corp. and GOAL Verwaltungsgesellschaft MbH & Co. Projekt Nr. 33KG, dated September 15, 2016*

\*Confidential treatment requested for portions of this exhibit.

**SIGNATURES**

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, thereto duly authorized.

Date: September 21, 2016

AEROCENTURY CORP.

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By: /s/ Toni M. Perazzo

Toni M. Perazzo

Sr. Vice President & Chief Financial Officer

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