

Edgar Filing: AerCap Holdings N.V. - Form SC 13G

AerCap Holdings N.V.
Form SC 13G
June 10, 2010

SECURITIES AND EXCHANGE COMMISSION
Washington, D. C. 20549

SCHEDULE 13G

Under the Securities and Exchange Act of 1934

Aercap Holdings NV
(Name of Issuer)

Ordinary Shares
(Title of Class of Securities)

N00985106
(CUSIP Number)

May 31, 2010
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

This Schedule is filed pursuant to Rule 13d-1(b)

The information required in the remainder of this cover page (except any items to which the form provides a cross-reference) shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act.

CUSIP NO. N00985106

1) Name of Reporting Person Ameriprise Financial, Inc.
S.S. or I.R.S. Identification IRS No. 13-3180631
No. of Above Person

2) Check the Appropriate Box if a Member of a Group

(a)
(b) *

* This filing describes the reporting person's relationship with other persons, but the reporting person does not affirm the existence of a group.

3) SEC Use Only

4) Citizenship or Place of Organization

Delaware

5) Sole Voting Power

-0-

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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
6) Shared Voting Power
9,943,458

7) Sole Dispositive Power
-0-

8) Shared Dispositive Power
9,943,818

9) Aggregate Amount Beneficially Owned by Each Reporting Person
9,943,818

10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11) Percent of Class Represented by Amount In Row (9)
11.69%

12) Type of Reporting Person
CO

CUSIP NO. N00985106

1) Name of Reporting Person Columbia Management Investment Advisers, LLC
S.S. or I.R.S. Identification No. of Above Person IRS No. 41-1533211

2) Check the Appropriate Box if a Member of a Group
(a)
(b) *
* This filing describes the reporting person's relationship with other persons, but the reporting person does not affirm the existence of a group.

3) SEC Use Only

4) Citizenship or Place of Organization
Minnesota

5) Sole Voting Power
-0-

NUMBER OF 6) Shared Voting Power

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SHARES
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
9,943,458

7) Sole Dispositive Power
-0-

8) Shared Dispositive Power
9,943,818

9) Aggregate Amount Beneficially Owned by Each Reporting Person
9,943,818

10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11) Percent of Class Represented by Amount In Row (9)
11.69%

12) Type of Reporting Person
IA

CUSIP NO. N00985106

1) Name of Reporting Person Columbia Value and Restructuring Fund
S.S. or I.R.S. Identification IRS No. 04-3172852
No. of Above Person

2) Check the Appropriate Box if a Member of a Group
(a)
(b) *

* This filing describes the reporting person's relationship with other persons, but the reporting person does not affirm the existence of a group.

3) SEC Use Only

4) Citizenship or Place of Organization
Massachusetts

5) Sole Voting Power
5,400,000

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
6) Shared Voting Power
-0-

7) Sole Dispositive Power

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PERSON -0-
WITH -----

8) Shared Dispositive Power

5,400,000

9) Aggregate Amount Beneficially Owned by Each Reporting Person

5,400,000

10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares

Not Applicable

11) Percent of Class Represented by Amount In Row (9)

6.35%

12) Type of Reporting Person

IV

1(a) Name of Issuer:

Aercap Holdings NV

1(b) Address of Issuer's Principal

Stationsplein 965

Executive Offices:

117 C Schiphol Airport,
Netherlands

2(a) Name of Person Filing:

(a) Ameriprise Financial, Inc.
("AFI")

(b) Columbia Management Investment
Advisers, LLC (formerly known as
RiverSource Investments, LLC)
("CMIA")

(c) Columbia Value and
Restructuring
Fund ("CVR")

2(b) Address of Principal Business Office:

(a) Ameriprise Financial, Inc.
145 Ameriprise Financial Center
Minneapolis, MN 55474

(b) 100 Federal St.
Boston, MA 02110

(c) 100 Federal St.
Boston, MA 02110

2(c) Citizenship:

(a) Delaware

(b) Minnesota

(c) Massachusetts

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2(d) Title of Class of Securities: Common Stock

2(e) Cusip Number: N00985106

3 Information if statement is filed pursuant to Rules 13d-1(b) or 13d-2(b):

(a) Ameriprise Financial, Inc.

A parent holding company in accordance with Rule 13d-1(b)(1)(ii)(G). (Note: See Item 7)

(b) Columbia Management Investment Advisers, LLC (formerly known as RiverSource Investments, LLC)

An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E)

(c) Columbia Value and Restructuring Fund

An investment company registered under Section 8 of the Investment Company Act of 1940.

4 Incorporated by reference to Items (5)-(9) and (11) of the cover page pertaining to each reporting person.

CMIA, as an investment adviser to CVR, may be deemed to beneficially own the shares reported herein by CVR. Accordingly, the shares reported herein by CMIA include those shares separately reported herein by CVR.

AFI, as the parent company of CMIA, may be deemed to beneficially own the shares reported herein by CMIA. Accordingly, the shares reported herein by AFI include those shares separately reported herein by CMIA.

Each of AFI and CMIA disclaims beneficial ownership of any shares reported on this Schedule.

5 Ownership of 5% or Less of a Class: Not Applicable

6 Ownership of more than 5% on Behalf of Another Person:

The clients of Columbia Management Investment Advisers, LLC, a registered investment adviser, including investment companies registered under the Investment Company Act of 1940 and other managed accounts, have the right to receive or the power to direct the receipt of dividends and proceeds from the sale of shares included on this Schedule. As of May 31, 2010, CVR, a registered investment company, owned more than 5% of the class of securities reported herein. Any remaining shares reported herein by CMIA are owned by various other accounts managed by CMIA on a discretionary basis. To the best of CMIA's knowledge, none of these other accounts own more than 5% of the outstanding shares.

7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company:

AFI: See Exhibit I

8 Identification and Classification of Members of the Group:

Not Applicable

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9 Notice of Dissolution of Group:

Not Applicable

10 Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: June 10, 2010

Ameriprise Financial, Inc.

By: /s/ Wade M. Voigt

Name: Wade M. Voigt
Title: Director - Fund Administration

Columbia Management Investment
Advisers, LLC

By: /s/ Amy Johnson

Name: Amy Johnson
Title: Chief Operating Officer

Columbia Funds Series Trust I, on behalf
of its series Columbia Value and
Restructuring Fund

By: /s/ Scott Plummer

Name: Scott Plummer
Title: Senior Vice President,
Secretary and Chief Legal
Officer

Contact Information

Wade M. Voigt
Director - Fund Administration
Telephone: (612) 671-5682

Exhibit Index

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Exhibit I Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company.

Exhibit II Joint Filing Agreement

Exhibit I

to

Schedule 13G

Ameriprise Financial, Inc., a Delaware Corporation, is a parent holding company. The classification and identity of the relevant subsidiaries is as follows:

Investment Adviser - Columbia Management Investment Advisers, LLC (formerly known as RiverSource Investments, LLC) is an investment adviser registered under section 203 of the Investment Advisers Act of 1940.

Exhibit II

to

Schedule 13G

Joint Filing Agreement

The undersigned persons agree and consent to the joint filing on their behalf of this Schedule 13G dated June 10, 2010 in connection with their beneficial ownership of AerCap Holdings NV. Columbia Value and Restructuring Fund and Columbia Management Investment Advisers, LLC (formerly known as RiverSource Investments, LLC) authorizes Ameriprise Financial, Inc. to execute the Schedule 13G to which this Exhibit is attached and make any necessary amendments thereto.

Ameriprise Financial, Inc.

By: /s/ Wade M. Voigt

Wade M. Voigt
Director - Fund Administration

Columbia Funds Series Trust I,
on behalf of its series Columbia Value and
Restructuring Fund

By: /s/ Scott R. Plummer

Scott R. Plummer
Senior Vice President, Secretary and
Chief Legal Officer

Columbia Management Investment Advisers, LLC

By: /s/ Amy Johnson

Amy Johnson

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Chief Operating Officer