

AEROCENTURY CORP
Form PREC14A
March 18, 2015
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
 Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
 Definitive Proxy Statement
 Definitive Additional Materials
 Soliciting Material under §240.14a-12

AeroCentury Corp.
(Name of Registrant as Specified In Its Charter)

Lee G. Beaumont
(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
 Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
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| (1) | Amount Previously Paid: |
| (2) | Form, Schedule or Registration Statement No.: |
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(4)

Date Filed:

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Lee G. Beaumont
2090 Centro Street, East

Tiburon, California 94920

[•], 2015

To My Fellow AeroCentury Corp. Stockholders:

I am furnishing this proxy statement and the accompanying **GOLD** proxy card to stockholders of AeroCentury Corp. (the *Company*) in connection with my solicitation of proxies to be used at the Company's 2015 annual meeting of stockholders (the *Annual Meeting*). The Annual Meeting is scheduled to be held on Thursday, May 7, 2015, at 12:00 p.m. at the Hiller Aviation Museum, 601 Skyway Road, San Carlos, California. This proxy statement and the accompanying **GOLD** proxy card are first being furnished to stockholders on or about [•], 2015.

At the Annual Meeting, I am seeking election to the board of directors of the Company (the *Board*). I am using this proxy statement to solicit proxies from holders of the Company's common stock, par value \$0.001 per share (the *Common Stock*), to vote for my election to the Board, and to vote on the other proposals identified in this proxy statement. As one of the Company's largest stockholders, I would represent a strong, independent voice on the Board. As a director, I will be committed to acting in the best interests of all of the stockholders of the Company, and I urge you to vote your **GOLD** proxy card to elect me to the Board.

Only stockholders of record at the close of business on March 16, 2015 (the *Record Date*) are entitled to attend and vote at the Annual Meeting and any adjournments or postponements thereof. Stockholders of record at the close of business on the Record Date will be entitled to one vote at the Annual Meeting for each share of Common Stock held on the Record Date with regard to each matter to be voted upon.

Whether or not you plan to attend the Annual Meeting, I urge you to vote for my election to the Board by signing, dating and returning the enclosed **GOLD** proxy card in the postage-paid envelope, or by voting via the Internet or telephone. I URGE YOU *NOT* TO RETURN ANY WHITE PROXY CARD SENT TO YOU BY THE COMPANY. Please note that if you submit a WHITE proxy card to