

Fly Leasing Ltd  
Form 6-K  
May 21, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 6-K**

**Report of Foreign Private Issuer**  
**Pursuant to Rule 13a-16 or 15d-16 of**  
**the Securities Exchange Act of 1934**

**Date of Report: May 21, 2012**

**Commission File Number: 001-33701**

**Fly Leasing Limited**

(Exact Name of registrant as specified in its charter)

West Pier

Dun Laoghaire

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County Dublin, Ireland

(Address of principal executive office)

Indicate by check mark whether registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

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Fly Leasing Limited (the Company) will hold its Annual General Meeting of Shareholders (AGM) on June 29, 2012 at 10:00 A.M. (GMT) at the Company's offices at West Pier Business Centre, Dun Laoghaire, Co. Dublin, Ireland.

The following documents regarding the Company's AGM, which are attached as exhibits hereto, are incorporated by reference herein, and are also available from the Company's website, <http://flyleasing.com>:

Exhibit	Title
99.1	Notice of Annual General Meeting, including Agenda
99.2	Notice of Annual General Meeting to Holders of American Depositary Receipts
99.3	Voting Card for Holders of American Depositary Receipts
99.4	Voting Card for Holders of American Depositary Receipts - Internet and Telephone Instructions

**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, thereunto duly authorized.

**Fly Leasing Limited**  
(Registrant)

Date: May 21, 2012

By: /s/ Colm Barrington  
Colm Barrington

Chief Executive Officer and

Director