



DETACH ALONG THE PERFORATION, MARK, SIGN, DATE AND RETURN THE
BOTTOM PORTION USING THE ENCLOSED PREPAID ENVELOPE PROVIDED.



GOLD PROXY CARD

AEROCENTURY CORP.
Annual Meeting of Stockholders
May 7, 2015 at 12:00 p.m.

This gold proxy is solicited by Lee G. Beaumont

The Board of Directors of AeroCentury Corp. is not soliciting this proxy

The undersigned hereby constitutes and appoints Lee G. Beaumont and Richard Grubaugh, and each of them, with full power to act without the other, as attorney, agent and proxy, with full power of substitution, to represent and vote all of the shares of common stock of AeroCentury Corp. (the "Company") which the undersigned is entitled to vote at the annual meeting of stockholders (the "Annual Meeting") of the Company in such manner as the persons named as proxies herein may determine on any matters which may properly come before the Annual Meeting or any adjournments thereof and to vote on the matters set forth on the reverse side as directed by the undersigned. The Annual Meeting is scheduled to be held on Thursday, May 7, 2015. The undersigned hereby revokes any proxies previously given.

THIS PROXY WILL BE VOTED AS DIRECTED OR, IF NO DIRECTION IS GIVEN, WILL BE VOTED "FOR" THE ELECTION OF LEE G. BEAUMONT AND "FOR" THE ELECTION OF THE NOMINEE OF THE COMPANY OTHER THAN MR. THOMAS W. ORR, "AGAINST" PROPOSAL 2, AND "FOR" PROPOSAL 3. EACH PERSON NAMED AS A PROXY HEREIN IS AUTHORIZED TO VOTE IN HIS OR HER DISCRETION UPON SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE ANNUAL MEETING OR ANY ADJOURNMENTS THEREOF.

Continued and to be signed on reverse side

VOTE BY MAIL

Mark, sign and date your proxy card and return it in the postage-paid envelope that has been provided or return it to Lee G. Beaumont c/o D.F. King at 48 Wall Street, New York, NY 10005.



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Lee G. Beaumont strongly recommends that you vote FOR him election to the Board in Proposal 1:

1. To elect Lee G. Beaumont to the Board
Nominee: (01) Lee G. Beaumont

For

☐

Withhold

☐

**For All Except Nominee
Written Below**

☐

Two directors will be elected at the Annual Meeting. Mr. Beaumont intends to use this proxy to vote FOR his election as a director and FOR the election of the candidate who has been nominated by the Company other than Mr. Thomas W. Orr, for whom Mr. Beaumont is not seeking authority to vote for, and will not exercise any such authority. The names, backgrounds and qualifications of the Company's nominees, and certain other information about them, can be found in the Company Proxy Statement. There is no assurance that either of the Company's nominees will serve as a director if Mr. Beaumont is elected.

Note: If you do not wish for your shares to be voted "for" a particular nominee, mark the "for all except nominee(s) written below" box and write the name of the nominee you do not support on the line below. Your shares will be voted for the remaining nominee.

Lee G. Beaumont recommends that you vote AGAINST Proposal 2:

2. To approve the compensation of the Company's named executive officers as described in the Company Proxy Statement.

For

☐

Against

☐

Abstain

☐

Lee G. Beaumont recommends that you vote FOR Proposal 3:

3. To ratify the selection of BDO USA, LLP as independent registered public accounting firm for the Company for the fiscal year ending December 31, 2015.

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NOTE: To transact such other business as may properly come before the reconvened Annual Meeting or any other adjournment or postponement of the Annual Meeting.

Dated: _____

Signature: _____

Signature (Joint Owners): _____

Title: _____

Please sign exactly as your name(s) appear(s) hereon. When signing as attorney, executor, administrator, or other fiduciary, please give full title as such. Joint owners should each sign personally. All holders must sign. If a corporation or partnership, please sign in full corporate or partnership name by authorized person.

THIS PROXY CARD IS VALID ONLY WHEN SIGNED AND DATED.