

Willis Lease Finance Corporation Investigation

Corporate Governance

Willis Lease Finance Corporation Investigation Overview

Bleichmar Fonti & Auld LLP announces an investigation into Willis Lease Finance Corporation's (NASDAQ: WLFC) board of directors as well as executive chairman Charles F. Willis, IV (as the controlling shareholder) for potential breaches of their fiduciary duties to shareholders in connection with WLFC's past and ongoing practices of paying potentially excessive compensation to Mr. Willis.

If you are a current Willis Lease shareholder, you are encouraged to submit your information using the form on this page. You may also email adam@bfalaw.com or call 212.789.3619.

Why is Willis Lease being Investigated?

Willis Lease is "effectively controlled" by Charles F. Willis, IV, who founded the company in 1985 and owns approximately 40% of the company's stock. Willis Lease's board of directors consists of Mr. Willis, his son (who serves as the CEO of Willis Lease), and three additional directors (who are purportedly independent and constitute the Company's compensation committee).

In fiscal year 2022, Mr. Willis received compensation totaling approximately \$6.2 million. In fiscal year 2023, he received compensation totaling approximately \$10.7 million. In fiscal year 2025, he received compensation totaling approximately \$14.2 million. Over half of Mr. Willis' total compensation for these years has been in the form of stock awards.

Despite this substantial compensation, on November 10, 2025, Willis Lease's compensation committee awarded Mr. Willis an option grant to purchase up to 300,000 shares of Willis Lease common stock "intended to retain and incentivize Mr. Willis to continue in the role of Executive Chairman" with a four-year vesting period and an exercise price linked to Willis Lease's stock price at the time of the option grant. In the months following this option grant, Willis Lease's stock price has risen significantly, giving the options significant value to Mr. Willis.

BFA is investigating whether Willis Lease's compensation to Charles F. Willis, IV, represents excessive or wasteful compensation, and whether the Company's board of directors, together with Charles F. Willis, IV (as the controlling shareholder) have breached their fiduciary duties to Willis Lease's stockholders in connection with the compensation.

How Do I Submit My Information?

If you are a current holder of Willis Lease stock, you are encouraged to submit your information using the form on this page to speak with an attorney about your rights.

You can also contact:

Adam McCall
adam@bfalaw.com
212.789.3619

All representation is on a contingency fee basis; there is no cost to you. Shareholders are not responsible for any court costs or expenses of any class action lawsuit. The firm will seek court approval for any potential fees and expenses.

Why Bleichmar Fonti & Auld LLP?

BFA is a leading international law firm representing plaintiffs in securities class actions and shareholder litigation. It has been named a top plaintiff law firm by *Chambers USA*, *The Legal 500*, and *ISS SCAS*.

BFA attorneys have been named "Elite Trial Lawyers" by the *National Law Journal*, among the top "500 Leading Plaintiff Financial Lawyers" by *Lawdragon*, "Titans of the Plaintiffs' Bar" by *Law360* and "SuperLawyers" by *Thomson Reuters*.

BFA's notable successes include a recovery of over \$900 million in value from Tesla Inc.'s Board of Directors, as well as \$420 million from Teva Pharmaceutical Ind. Ltd.

Attorney advertising. Past results do not guarantee future outcomes.