

# Taglich Brothers, Inc.

The Standard of Excellence in the Microcap Market

Member: NASD, SIPC

## Research Report – Update

*Investors should consider this report as only a single factor in making their investment decision.*

### AeroCentury Corp.

**Rating: Neutral**

Howard Halpern

February 17, 2005

**ACY \$3.50 – (AMEX)**

	FYE 12/02	FYE 12/03	FYE 12/04 *	FYE 12/05 E
Revenues (millions)	\$8.81	\$8.91	\$10.90	<b>\$9.95</b>
Earnings per share (diluted)	\$0.65	(\$0.87)	\$0.17	<b>\$0.12</b>
52week range	\$3.79 – \$2.05		Fiscal year ends:	December
Shares outstanding	1.61 million		Revenue/shares (ttm)	\$7.07
Trading float	1.07 million		Price/Sales (ttm)	0.50X
Insiders and Institutional ownership	0.54 million		Price/Sales (2005)E	0.54X
Est. Book value/share <small>a/o 12/31/04</small>	\$11.70		Price/Earnings (ttm)	20.6X
Price/Book	0.30X		Price/Earnings (2005)E	29.2X

\* Includes \$1.748 million gain on disposal of assets

*AeroCentury Corp., is engaged in the business of ownership, management, leasing and acquisition of aircraft. The primary focus is on used commercial turboprop aircraft equipment for lease to foreign and domestic regional air carriers. Web site address is: [www.aerocentury.com](http://www.aerocentury.com)*

#### **Key investment considerations:**

*We are reiterating our Neutral rating on the shares of AeroCentury Corp. (AMEX: ACY).*

*On November 8, 2004, the Company announced an agreement with its credit facility lenders to extend the maturity date of its \$50 million facility to October 31, 2005. It is our belief that a longer-term credit facility is needed to provide a stable operating environment. The benefit to a long-term facility would be that its renewal would not become an issue during the second half of 2005.*

*AeroCentury reported full year 2004 total revenues of \$10.904 million (which included gain on disposal of assets) versus \$8.910 million in 2003. Net income for the year was \$0.266 million or \$0.17 per share versus a net loss of \$1.340 million or (\$0.87) per share last year.*

*Net income for 2004 included a gain on the disposal of assets (sale of aircraft and aircraft engines) of \$1.748 million, partially offset by charges of \$1.227 million for maintenance expense, bad debt expense, and legal fees in connection with the early return of two aircraft, as well as an impairment charge related to another of the Company's leased aircraft.*

*Based on the outlook provided by Management in public filings, revenue results for the fourth of 2004, and general operating trends, we are adjusting our 2005 revenue estimate to \$9.945 million versus our prior estimate of \$9.340 million. Our 2005 net income estimate is \$0.188 million or \$0.12 per share. Our prior net income estimate was \$0.130 million or \$0.08 per diluted share.*

*\*Please view our disclaimer located on page 8.*

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### ***Recent Financials***

AeroCentury reported 2004 full year revenue of \$10.904 million versus \$8.910 million in 2003. The positive change in revenue versus last year was primarily due to the combined effect of:

- A gain on the sale of aircraft and aircraft engines, which contributed \$1.748 million;
- Other income, which contributed \$0.160 million including note payments received from a former lessee of a fully reserved note;
- Operating lease revenue from aircraft purchased during 2004; and
- Re-lease of several aircraft, which had been off lease in 2003.

However, it is important to note that on a year-over-year basis, the revenue increase was muted due to lower lease rates for aircraft re-leased after the second quarter of 2003 and aircraft off lease during 2004.

The Company reported that depreciation, management fees, and SG&A expenses for the full year increased by approximately \$0.328 million versus the same period last year. The increases were primarily due to the purchase of aircraft in 2004 and higher accounting fees. In addition, the Company also experienced higher interest expense (resulting from higher average interest rates arising from the renegotiation of the Company's credit facility, as well as higher market interest rates upon which its revolving credit facility is based) of approximately \$0.480 million versus last year.

Net income for 2004 was \$0.266 million or \$0.17 per share versus a net loss of \$1.340 million or (\$0.87) per share in 2003.

Included in bottom line for 2004 results was a gain on the disposal of assets (sale of aircraft and aircraft engines) of \$1.748 million, partially offset by charges of \$1.227 million for maintenance expense, bad debt expense, and legal fees in connection with the early return of two aircraft, as well as an impairment charge related to another of the Company's leased aircraft. Excluding the impact of the gains and charges, we estimate a pro-forma net loss of approximately \$0.077 million or (\$0.05) per share.

In comparison, Taglich Brothers' 2004 estimates called for revenues of \$9.320 million and a net loss of \$0.427 million or (\$0.28) per share.

### **Balance Sheet as of December 31, 2004**

The Company provided the following balance sheet data:

- Total assets increased to \$83.932 million versus \$73.659 million in 2003;
- Total liabilities increased to \$65.134 million versus \$55.128 million in 2003; and
- Shareholders' equity increased to \$18.797 million versus \$18.531 million in 2003.

We estimate the Company ended the quarter with cash and cash equivalents of approximately \$4.0 million versus \$9.449 million at December 31, 2003. We estimate total outstanding indebtedness grew to over \$45.0 million versus \$41.932 million at the end of fiscal 2003. We believe that as of the end of 2004, ACY regained compliance with loan covenants under its \$50 million credit facility (investors should remember that as of September 30, 2004 the Company was not in compliance with a financial ratio covenant, as well as a covenant which requires positive quarterly earnings).

It is important for investors to be aware that on November 8, 2004, the Company announced an agreement with its credit facility lenders to extend the maturity date of its \$50 million facility to October 31, 2005. It is our belief a longer-term credit facility would benefit the Company, so that its renewal would not become an issue during the second half of 2005. As long as Management is able to keep its assets on lease, cash flow should be sufficient to cover management fees, professional fees, and interest expense.

Investors need to be aware that the Company's longer term viability will depend upon its ability to renew the credit facility at its expiration with the existing or replacement lenders, or to refinance the credit facility using equity or alternative debt financing.

### ***Recent Developments***

On December 6, 2004 the Company announced the purchase of two deHavilland DHC-8-311 aircraft from an existing customer. The aircraft will be leased back to UNI Airways Corp. in Taiwan for a term of 36-months. At the present time, AeroCentury has four DHC-8-311 aircraft on lease to UNI.

### ***Competitive Environment***

The Company targets regional commercial aircraft operators that are seeking to lease aircraft under an operating lease. The competition in this market, which is primarily based on price and lease terms, comes from companies that offer financing, including leasing companies, banks and other financial institutions, and aircraft leasing partnerships. The large participants in the aircraft leasing industry include International Lease Finance Corp., a subsidiary of American International Group (NYSE: AIG), the CIT Group (NYSE: CIT), and GE Capital Aviation Services, a subsidiary of General Electric Commercial Finance.

The operating environment in the Aviation and Travel Industries since 2001 has been difficult. The Aviation Industry has experienced a number of bankruptcies since 2002, which in turn has increased the supply of aircraft on the market, lessening overall demand for leasing opportunities.

Also, impacting the leasing of aircraft for all industry participants has been relatively low interest rates that caused lease rates to decline upon the releasing of an aircraft. However, based on recent action in the bond market, short-term interest rates appear to be trending higher, which was confirmed on Wednesday, February 2, 2004, by the sixth 25 basis points increase in interest rates so far since 2004, by the Federal Reserve Board.

According to the Travel Industry Association of America (TIA) release of November 29, 2004, after years of little travel volume growth combined with significantly lower travel spending, 2005 is the year of recovery the industry has been awaiting. It is likely to be the first year since 2000 that all travel industry sectors experience increases in demand. The TIA is forecasting that overall traveler spending by domestic and international visitors could increase by 5.3% to \$624.1 billion in 2005 versus an estimated \$592.6 billion in 2004.

### ***Projections***

For 2005, we are adjusting our revenue forecast to \$9.955 million from our prior estimate of \$9.34 million, based on reported results for the fourth quarter of 2004 that indicate a higher level of rent income, as well as the purchase of aircraft during 2004.

Based on our revenue forecast, the Company's fourth quarter cost structure, and our belief that unusual items are less likely to occur in the upcoming year, we are adjusting our net income forecast to \$0.188 million or \$0.12 per diluted share versus our prior forecast of \$0.130 or \$0.08 per diluted share. Our forecast includes the following:

- Interest expense increasing to \$2.81 million versus \$2.42 million in 2004;
- SG&A expenses, which includes insurance, decreasing slightly to \$0.87 million versus \$0.89 million in 2004;
- Management fees and depreciation increasing to \$5.78 million versus \$5.54 million in 2004;
- Maintenance, impairment, and bad debt expenses of \$0.90 million versus \$1.65 million in 2004; and
- A tax rate of 37.3%.

Investors should know that we are not aware if the Company's banks have approved the July and December transactions for inclusion of the purchased aircraft in the credit-facility borrowing base; therefore, until approval

by the lenders is granted (for which a decision is expected during the first quarter of 2005), the Company's ability to borrow is somewhat limited. However, if additional purchases are made and the Company is able to re-lease aircraft on a consistent basis, revenues could exceed our expectations for 2005.

We believe that as of December 31, 2004, the Company had at least two aircraft and one turboprop engine off lease and available for re-lease and/or sale, which is likely to require significant investments in terms of time and money. Additional aircraft are likely to come off lease over the next twelve months. The timing of when aircraft(s) will be returned to the Company remains unclear; however, until an aircraft is returned, rent will be paid by the lessor even if the lease term has expired. In order to obtain release agreements, Management continues to focus its efforts on marketing.

## ***Risks***

### *Credit Facility Renewal*

In November 2004, the Company reached agreement with its lenders to renew its credit facility through October 31, 2005. The renewal agreement also revised certain pricing and covenant provisions and waived compliance with two covenants at September 30, 2004. As part of the renewal, the LIBOR margin was set at 375 basis points through March 2005, after which a margin of 275 to 375 basis points will be determined by certain financial ratios.

During October 2005, if the facility is not renewed or substitute financing is not found the long-term viability of ACY could be compromised. The Company does not have enough cash reserved to fulfill its obligations if the facility or alternative financing is not obtained; therefore, it is likely assets would have to be sold. However, like in prior years, we believe that the Company would at the very least obtain extensions of its existing facility until a more permanent facility is put in place. It is our belief that a long-term credit facility is needed to provide a stable operating environment for the Company.

### *Debt Financing*

The Company uses its revolving credit facility and special purpose financing to acquire aircraft in order to lease it to a customer. If a customer is unable to make its lease payments (for example, the repossession of aircraft from a Haitian lessee), AeroCentury may not have the ability to repay the debt secured by the aircraft acquired, which means that title to the aircraft would likely be lost in a foreclosure proceeding. It should be noted that money drawn under the credit facility is secured by the Company's existing assets, as well as, the assets acquired with each financing. A reduction in the number of aircraft in AeroCentury's portfolio would negatively impact operations.

### *Economic Factors*

The Company's business is dependent on the strength of the Travel and Transportation Industries and on the general level of global economic activity. As a result of the weak economic environment experienced between the middle of 2000 to the middle of 2003, there was a reduction in the number of aircraft being used by major air carriers, particularly those serving the United States Market. AeroCentury's current leases and remarketing efforts are primarily focused outside of the U.S.; therefore, the impact was somewhat muted. A consensus economic forecast (Blue Chip Economic Indicators) calls for Gross Domestic Product to grow at an annual rate of approximately 3.6% in 2005. In addition, the Federal Reserve has raised interest rates (by 0.25 basis points) six times since 2004, in order to moderate future economic growth. However, if the economic growth were to stall or is slow to impact the Travel and Aviation Industries, the Company's operations could be negatively impacted.

### *Leasing*

Crucial to the Company's ability to regain profitability and grow revenues is its ability to successfully negotiate lease extensions and re-lease/remarket aircraft. However, factors that may negatively impact the Company's leasing operations include: 1) demand for leasing aircraft and/or the sale of an aircraft; 2) acceptable rates that an aircraft can be leased for; and 3) the cyclical nature of the Air Transportation and Travel Industries.

Reliance on JetFleet Management

AeroCentury relies on JetFleet Management Corp (JMC) to perform management functions under a management agreement. Currently, the agreement is in its seventh year of a 20-year term. Under this agreement, the Company pays an asset-based management fee to JMC.

JMC is not a fiduciary to the Company or its stockholders. The Board of Directors, however, has ultimate control and supervisory responsibility over all aspects of the Company and owes fiduciary duties to the Company and its stockholders. It is important to note that the officers of JMC are also officers of the Company; therefore, if a dispute over obligations between the Company and JMC occurs, a conflict of interests may exist.

Insurance

The Company may be named in a suit claiming damages for injuries or damage to property caused by its assets. As a triple net lessor, the Company is generally protected against such claims. Additionally, the Company should have some protection through the United States Aviation Act with respect to its aircraft assets. The Company may carry insurance or require a lessee to insure against a risk, there may be certain cases where the loss is not entirely covered by the lessee or its insurance.

Interest Rates

If interest rates were to increase sharply, the Company's near-term operations would likely be negatively impacted in terms of the borrowing required to finance the purchase of assets (i.e. aircraft, engines, etc.). Higher lease rates would over the long term mitigate the impact of a rapid rise in interest rates.

Valuation Adjustments

The Company continually reviews its asset valuations. It did not make any valuation adjustments during 2003. However, in 2004 the Company incurred an impairment charge of \$0.463 million related to one of its leased aircraft. It is important to be aware that any future adjustments, if necessary, would negatively impact future financial results and the collateral available for ACY's credit facility.

Miscellaneous

The Company's financial results and equity values are subject to other risks and uncertainties known and unknown, including but not limited to competition, operations, financial markets, regulatory risk, and/or other events. These risks may cause actual results to differ from expected results.

Trading Volume

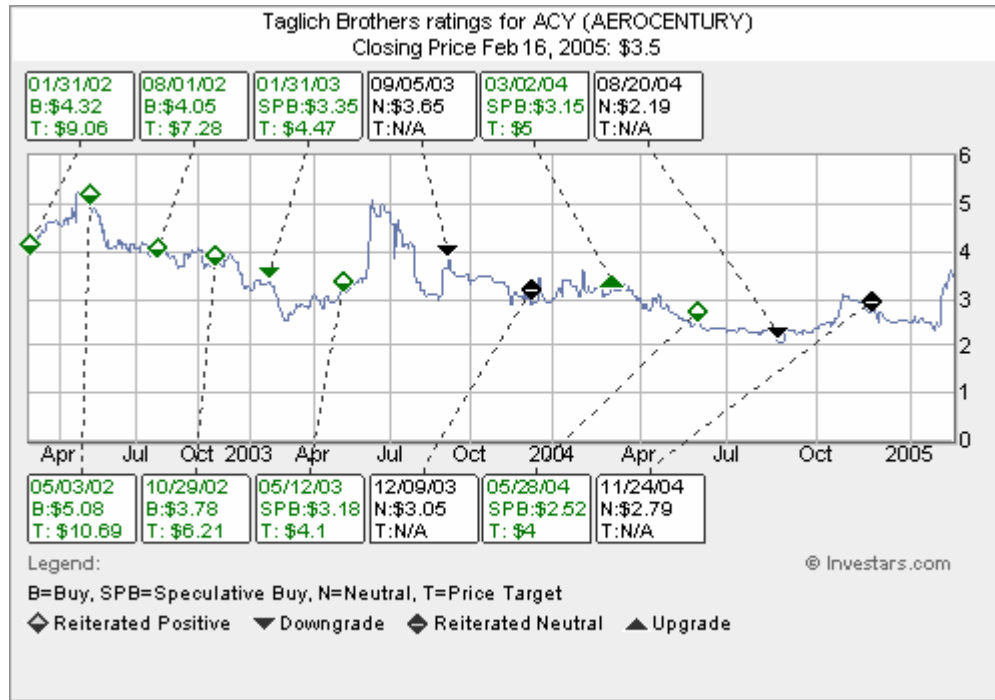
An equity specific concern relates to liquidity. Based on our calculations, average daily-volume for 2004 decreased to 1,261 from 2,660 shares in 2003. On a relative basis, volume for this equity is very small. Investors need to be aware that by nature, an equity that lacks liquidity can have significant price volatility.

**Conclusion**

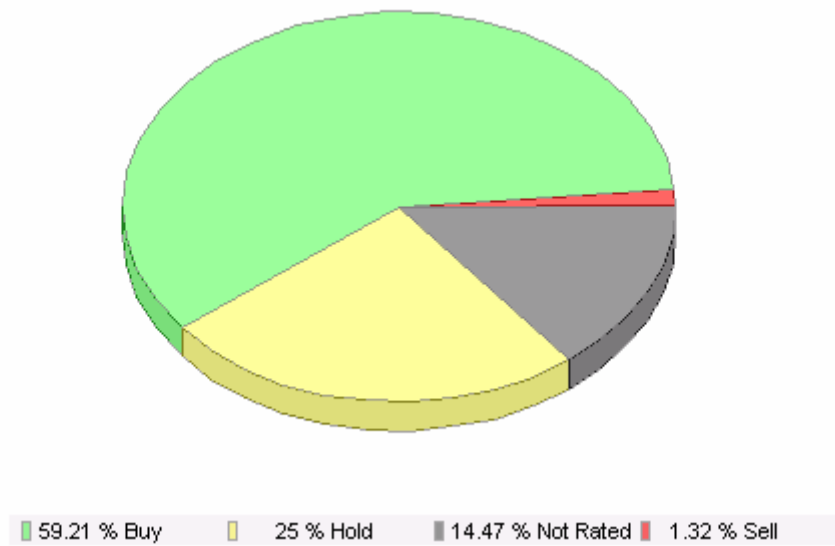
We are maintaining our Neutral rating on the shares of AeroCentury Corp. (AMEX: ACY).

On November 8, 2004, the Company announced an agreement with its credit facility lenders to renew the maturity date of its \$50 million facility to October 31, 2005. It is our belief that a longer-term credit facility is needed to provide a stable operating environment. The benefit to a long-term facility would be that its renewal would not become an issue during the second half of 2005.

# AeroCentury Inc.



## Taglich Brothers Current Ratings Distribution



### Meaning of Ratings

#### Buy

We believe the Company is undervalued relative to its market and peers. We believe its risk reward ratio strongly advocates purchase of the stock relative to other stocks in the marketplace. Remember, with all equities there is always downside risk.

#### Speculative Buy

We believe that the long run prospects of the Company are positive. We believe its risk reward ratio advocates purchase of the stock. We feel the investment risk is higher than our typical “buy” recommendation. In the short run, the stock may be subject to high volatility and continue to trade at a discount to its market.

#### Neutral

We will remain neutral pending certain developments.

#### Underperform

We believe that the Company may be fairly valued based on its current status. Upside potential is limited relative to investment risk.

#### Sell

We believe that the Company is significantly overvalued based on its current status. The future of the Company's operations may be questionable and there is an extreme level of investment risk relative to reward.

### **Some notable Risks within the Microcap Market**

**Stocks in the Microcap segment of the market have many risks that are not as prevalent in Large-cap, Blue Chips or even Small-cap stocks. Often it is these risks that cause Microcap stocks to trade at discounts to their peers. The most common of these risks is liquidity risk, which is typically caused by small trading floats and very low trading volume which can lead to large spreads and high volatility in stock price. In addition, Microcaps tend to have significant company specific risks that contribute to lower valuations. Investors need to be aware of the higher probability of financial default and higher degree of financial distress inherent in the microcap segment of the market.**

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From time to time our analysts may choose to withhold or suspend a rating on a company. We continue to publish informational reports on such companies; however, they have no ratings or price targets. In general, we will not rate any company that has too much business or financial uncertainty for our analysts to form an investment conclusion, or that is currently in the process of being acquired.

**Public Companies mentioned in this report:**

American International Group	(NYSE: AIG)
CIT Group	(NYSE: CIT)
Tyco Inc.	(NYSE: TYC)

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**I, Howard Halpern, the research analyst of this report, hereby certify that the views expressed in this report accurately reflect my personal views about the subject securities and issuers; and that no part of my compensation was, is, or will be directly or indirectly related to the specific recommendations or views contained in this report.**



AeroCentury Inc.  
Consolidated Balance Sheets  
(in thousands)

	Dec. '02 Year End	Dec. '03 Year End	Dec. '04 Year End
<b>ASSETS</b>			
Current assets:			
Cash & Equivalents	\$ 8,796	\$ 9,449	\$ 4,007
Accounts Receivable	1,801	1,360	1,550
Note receivable	18	-	-
Prepaid Expense & Other	483	699	475
<b>Total current assets</b>	<b>11,097</b>	<b>11,508</b>	<b>6,032</b>
Aircraft & engines, net of depreciation	65,502	62,151	77,900
<b>Total assets</b>	<b><u>\$ 76,599</u></b>	<b><u>\$ 73,659</u></b>	<b><u>\$ 83,932</u></b>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>			
Current liabilities:			
Accounts Payable and accrued expenses	\$ 530	\$ 484	\$ 750
Notes Payable and accrued interest	44,223	41,493	47,384
Maintenance deposits and accrued costs	5,771	8,736	10,000
Security deposits	2,254	1,432	2,000
Prepaid rent	186	199	200
<b>Total current liabilities</b>	<b>52,965</b>	<b>52,344</b>	<b>60,334</b>
Long-Term debt-net of current	-	-	-
Deferred Income Taxes	3,763	2,784	4,800
<b>Total Liabilities</b>	<b>56,728</b>	<b>55,128</b>	<b>65,134</b>
<b>Stockholders' equity:</b>			
Common stock, par value \$0.01; authorized 10,000,000 shares;	2	2	2
Paid-in capital	13,821	13,821	13,821
Retained earnings	6,552	5,212	5,478
Accumulated deficit	-	-	-
Treasury Stock, at cost	(504)	(504)	(504)
<b>Total stockholders' equity</b>	<b>19,871</b>	<b>18,531</b>	<b>18,797</b>
<b>Total liabilities and stockholders' equity</b>	<b><u>\$ 76,599</u></b>	<b><u>\$ 73,659</u></b>	<b><u>\$ 83,932</u></b>
SHARES OUT	1,607	1,607	1,607

AeroCentury Inc.  
Annual Income Statement  
For the Years Ended December 31,  
(in thousands)

	<u>FY2002</u>	<u>FY2003</u>	<u>FY2004 *</u>	<u>FY2005E</u>
<b>Revenues:</b>				
Rent Income	\$ 8,691	\$ 8,767	\$ 8,996	\$ 9,785
Gain(loss) on disposal of assets	-	-	1,748	-
Other Income	<u>123</u>	<u>143</u>	<u>160</u>	<u>160</u>
<b>Total Revenues</b>	8,814	8,910	10,904	9,945
<b>Expenses:</b>				
Management Fees	1,725	1,910	1,988	2,150
Depreciation	2,852	3,361	3,555	3,625
Interest	1,969	1,941	2,421	2,810
SG&A	543	843	887	870
Maintenance	242	2,091	847	190
Provision for impairment in value of aircraft and Bad Debt Expense	<u>-</u>	<u>900</u>	<u>803</u>	<u>-</u>
<b>Total Expenses</b>	7,331	11,045	10,501	9,645
<b>Operating Income</b>	<u>1,483</u>	<u>(2,136)</u>	<u>403</u>	<u>300</u>
<i>Operating Margin</i>	16.82%	-23.97%	3.70%	3.02%
Taxes(Benefit)	<u>473</u>	<u>(795)</u>	<u>137</u>	<u>112</u>
<i>Tax Rate</i>	31.93%	37.24%	33.90%	37.33%
<b>Net Income</b>	<u>\$ 1,009</u>	<u>\$ (1,340)</u>	<u>\$ 266</u>	<u>\$ 188</u>
<b>EPS-fully diluted includes insurance settlement</b>	<u>\$ 0.65</u>	<u>\$ (0.87)</u>	<u>\$ 0.17</u>	<u>\$ 0.12</u>
Avg Shares Out-fully diluted	<u>1,543</u>	<u>1,543</u>	<u>1,543</u>	<u>1,543</u>
<b>Margin Analysis</b>				
Gross Profit	7,089	7,000	8,916	7,795
GPM	80.4%	78.6%	81.8%	78.4%
NI/Rev	11.5%	-15.0%	2.4%	1.9%
NI/Rent Income	11.6%	-15.3%	3.0%	1.9%
Total Exp/Rev	83.2%	124.0%	96.3%	97.0%
<b>As Per Cent of Rent Income</b>				
<b>Expenses:</b>				
Management Fees	19.85%	21.79%	22.10%	21.97%
Depreciation	32.82%	38.33%	39.51%	37.05%
Interest	22.65%	22.14%	26.91%	28.72%
SG&A	6.25%	9.61%	9.86%	8.89%
<b>Total Expenses</b>	84.35%	125.99%	116.73%	98.57%
<b>Percent Change Year/Year</b>				
Rent Income	-14.38%	0.86%	2.61%	8.77%
Operating Income	-41.27%	NMF	NMF	NMF
Net Income	-40.59%	NMF	NMF	NMF

\*Excluding unusual charges for maintenance, bad debt, legal fees, and impairment of leased aircraft, as well as a gain from the disposal of assets, we estimate a net loss of approximately \$0.077 million or (\$0.05) per share.

AeroCentury Inc.  
Quarterly Income Statement  
For the Year Ended December 31, 2003  
(in thousands)

	(3/03)Q1A	(6/03)Q2A	(9/03)Q3A	(12/03)Q4A	<b>FY2003A</b>
<b>Revenues:</b>					
Rent Income	\$ 2,452	\$ 2,186	\$ 2,030	\$ 2,099	<b>\$ 8,767</b>
Other Income	<u>24</u>	<u>21</u>	<u>48</u>	<u>50</u>	<b>143</b>
<b>Total Revenues</b>	<b>2,476</b>	<b>2,207</b>	<b>2,078</b>	<b>2,149</b>	<b>8,910</b>
<b>Expenses:</b>					
Management Fees	487	481	474	468	<b>1,910</b>
Depreciation	841	839	840	840	<b>3,361</b>
Interest	511	442	443	545	<b>1,941</b>
SG&A	216	202	173	251	<b>843</b>
Maintenance	101	1,737	85	168	<b>2,091</b>
Bad debt expense	<u>100</u>	<u>950</u>	<u>-</u>	<u>(150)</u>	<b>900</b>
<b>Total Expenses</b>	<b>2,256</b>	<b>4,651</b>	<b>2,015</b>	<b>2,123</b>	<b>11,045</b>
<b>Operating Income</b>	<u>220</u>	<u>(2,444)</u>	<u>63</u>	<u>25</u>	<b>(2,136)</b>
<i>Operating Margin</i>	8.90%	-110.73%	3.02%	1.17%	-23.97%
Taxes(Benefit)	<u>45</u>	<u>(853)</u>	<u>13</u>	<u>(0)</u>	<b>(795)</b>
<i>Tax Rate</i>	20.49%	34.89%	20.05%	-1.83%	37.24%
<b>Net Income</b>	<u>\$ 175</u>	<u>\$ (1,591)</u>	<u>\$ 50</u>	<u>\$ 26</u>	<b>\$ (1,340)</b>
<b>EPS-fully diluted</b>	<u>\$ 0.11</u>	<u>\$ (1.03)</u>	<u>\$ 0.03</u>	<u>\$ 0.02</u>	<b>\$ (0.87)</b>
Avg Shares Out-fully diluted	<u>1,543</u>	<u>1,543</u>	<u>1,543</u>	<u>1,543</u>	<b>1,543</b>
<b>Margin Analysis</b>					
Gross Profit	1,989	1,727	1,604	1,681	<b>7,000</b>
GPM	80.3%	78.2%	77.2%	78.2%	<b>78.6%</b>
NI/Rev	7.1%	-72.1%	2.4%	1.2%	<b>-15.0%</b>
NI/Rent Income	7.1%	-72.8%	2.5%	1.2%	<b>-15.3%</b>
Total Exp/Rev	91.1%	210.7%	97.0%	98.8%	<b>124.0%</b>
<b>As Per Cent of Rent Income</b>					
<b>Expenses:</b>					
Management Fees	19.86%	21.99%	23.36%	22.30%	<b>21.79%</b>
Depreciation	34.29%	38.40%	41.38%	40.04%	<b>38.33%</b>
Interest	20.84%	20.21%	21.81%	25.99%	<b>22.14%</b>
SG&A	8.80%	9.26%	8.52%	11.98%	<b>9.61%</b>
<b>Total Expenses</b>	<b>91.99%</b>	<b>212.79%</b>	<b>99.25%</b>	<b>101.18%</b>	<b>125.99%</b>
<b>Percent Change Year/Year</b>					
Rent Income	11.78%	-1.98%	4.79%	-9.94%	<b>0.86%</b>

AeroCentury Inc.  
Quarterly Income Statement  
For the Year Ended December 31, 2004  
(in thousands)

	<u>(3/04)Q1A</u>	<u>(6/04)Q2A</u>	<u>(9/04)Q3A</u>	<u>(12/04)Q4A</u>	<u>FY2004A</u>
Revenues:					
Rent Income	\$ 2,060	\$ 2,252	\$ 2,246	\$ 2,432	\$ 8,996
Gain(loss) on disposal of assets	-	-	21	1,727	1,748
Other Income	<u>70</u>	<u>50</u>	<u>206</u>	<u>(160)</u>	<u>160</u>
<b>Total Revenues</b>	2,130	2,302	2,473	3,999	10,904
Expenses:					
Management Fees	463	497	500	529	1,988
Depreciation	845	899	894	917	3,555
Interest	551	573	607	690	2,421
SG&A	215	202	336	134	887
Maintenance	25	68	398	356	847
Provision for impairment in value of aircraft and bad debt expense	<u>-</u>	<u>-</u>	<u>610</u>	<u>193</u>	<u>803</u>
<b>Total Expenses</b>	2,099	2,239	3,344	2,819	10,501
<b>Operating Income</b>	<u>31</u>	<u>63</u>	<u>(870)</u>	<u>1,180</u>	<u>403</u>
<i>Operating Margin</i>	1.46%	2.73%	-35.20%	29.50%	3.70%
Taxes(Benefit)	<u>1</u>	<u>12</u>	<u>(313)</u>	<u>436</u>	<u>137</u>
<i>Tax Rate</i>	3.00%	19.88%	35.98%	36.99%	33.90%
<b>Net Income</b>	<u>\$ 30</u>	<u>\$ 50</u>	<u>\$ (557)</u>	<u>\$ 743</u>	<u>\$ 266</u>
<b>EPS-fully diluted</b>	<u>\$ 0.02</u>	<u>\$ 0.03</u>	<u>\$ (0.36)</u>	<u>\$ 0.48</u>	<u>\$ 0.17</u>
Avg Shares Out-fully diluted	<u>1,543</u>	<u>1,543</u>	<u>1,543</u>	<u>1,543</u>	<u>1,543</u>
Margin Analysis					
Gross Profit	1,667	1,805	1,974	3,470	8,916
GPM	78.3%	78.4%	79.8%	86.8%	81.8%
NI/Rev	1.4%	2.2%	-22.5%	18.6%	2.4%
NI/Rent Income	1.5%	2.2%	-24.8%	30.6%	3.0%
Total Exp/Rev	98.5%	97.3%	135.2%	70.5%	96.3%
As Per Cent of Rent Income					
Expenses:					
Management Fees	22.47%	22.05%	22.25%	21.76%	22.10%
Depreciation	41.03%	39.93%	39.79%	37.69%	39.51%
Interest	26.76%	25.44%	27.00%	28.37%	26.91%
SG&A	10.45%	8.98%	14.95%	5.51%	9.86%
<b>Total Expenses</b>	101.90%	99.43%	148.86%	115.91%	116.73%
Percent Change Year/Year					
Rent Income	-15.99%	3.04%	10.63%	15.88%	2.61%

Excluding unusual charges for maintenance, bad debt, legal fees, and impairment of leased aircraft, as well as a gain from the disposal of assets, we estimate a net loss of approximately \$0.077 million or (\$0.05) per share.

AeroCentury Inc.  
Quarterly Income Statement  
For the Year Ended December 31, 2005  
(in thousands)

	<u>(3/05)Q1E</u>	<u>(6/05)Q2E</u>	<u>(9/05)Q3E</u>	<u>(12/05)Q4E</u>	<u>FY2005E</u>
<b>Revenues:</b>					
Rent Income	\$ 2,435	\$ 2,440	\$ 2,450	\$ 2,460	\$ 9,785
Gain(loss) on disposal of assets	-	-	-	-	-
Other Income	40	40	40	40	160
<b>Total Revenues</b>	<u>2,475</u>	<u>2,480</u>	<u>2,490</u>	<u>2,500</u>	<u>9,945</u>
<b>Expenses:</b>					
Management Fees	530	535	540	545	2,150
Depreciation	915	910	905	895	3,625
Interest	695	700	705	710	2,810
SG&A	210	215	220	225	870
Maintenance	50	50	45	45	190
Provision for impairment in value of aircraft and bad debt expense	-	-	-	-	-
<b>Total Expenses</b>	<u>2,400</u>	<u>2,410</u>	<u>2,415</u>	<u>2,420</u>	<u>9,645</u>
<b>Operating Income</b>	<u>75</u>	<u>70</u>	<u>75</u>	<u>80</u>	<u>300</u>
<i>Operating Margin</i>	3.03%	2.82%	3.01%	3.20%	3.02%
Taxes(Benefit)	<u>28</u>	<u>26</u>	<u>28</u>	<u>30</u>	<u>112</u>
<i>Tax Rate</i>	37.33%	37.14%	37.33%	37.50%	37.33%
<b>Net Income</b>	<u>\$ 47</u>	<u>\$ 44</u>	<u>\$ 47</u>	<u>\$ 50</u>	<u>\$ 188</u>
<b>EPS-fully diluted</b>	<u>\$ 0.03</u>	<u>\$ 0.03</u>	<u>\$ 0.03</u>	<u>\$ 0.03</u>	<u>\$ 0.12</u>
Avg Shares Out-fully diluted	<u>1,543</u>	<u>1,543</u>	<u>1,543</u>	<u>1,543</u>	<u>1,543</u>
<b>Margin Analysis</b>					
Gross Profit	1,945	1,945	1,950	1,955	7,795
GPM	78.6%	78.4%	78.3%	78.2%	78.4%
NI/Rev	1.9%	1.8%	1.9%	2.0%	1.9%
NI/Rent Income	1.9%	1.8%	1.9%	2.0%	1.9%
Total Exp/Rev	97.0%	97.2%	97.0%	96.8%	97.0%
<b>As Per Cent of Rent Income</b>					
<b>Expenses:</b>					
Management Fees	21.77%	21.93%	22.04%	22.15%	21.97%
Depreciation	37.58%	37.30%	36.94%	36.38%	37.05%
Interest	28.54%	28.69%	28.78%	28.86%	28.72%
SG&A	8.62%	8.81%	8.98%	9.15%	8.89%
<b>Total Expenses</b>	<u>98.56%</u>	<u>98.77%</u>	<u>98.57%</u>	<u>98.37%</u>	<u>98.57%</u>
<b>Percent Change Year/Year</b>					
Rent Income	18.22%	8.07%	9.07%	1.15%	8.77%