## Edgar Filing: AAR CORP - Form 4

AAR CORP

Form 4 July 19, 201	1											
	FORM 4 LINUTED STATES SECURITIES AND EXCHANCE COMMISSIO								OMB APPROVAL			
-	UNITEL	) STATES					NGE	COMMISSION	OMB Number:	3235-0287		
Check th if no long subject to Section 1 Form 4 o Form 5 obligatio may cont <i>See</i> Instru 1(b).	6. r Filed pu ns Section 17	Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940								Expires:January 31, 2005Estimated average burden hours per response0.5		
(Print or Type I	Responses)											
ROMENESKO TIMOTHY J Sym			Symbol	2. Issuer Name <b>and</b> Ticker or Trading ymbol AAR CORP [AIR]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) 3. Date			3. Date of	. Date of Earliest Transaction								
				Month/Day/Year) 17/15/2011				X Director 10% Owner X Officer (give title Other (specify below) below) President & COO				
			Amendment, Date Original Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
WOOD DA	LE, IL 60191							Form filed by M Person	Iore than One Re	porting		
(City)	(State)	(Zip)	Tabl	e I - Non-E	Derivative S	Securi	ties Ac	quired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	) Execution any	ned n Date, if Day/Year)	3. Transactic Code (Instr. 8) Code V	4. Securit or(A) or Dis (D) (Instr. 3, 4 Amount	sposed	of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	07/15/2011			A <u>(1)</u>	27,109	А	\$0	265,500.2605	D			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transact Code (Instr. 8)	5. ionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	Date	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
ROMENESKO TIMOTHY J 1100 N. WOOD DALE ROAD WOOD DALE, IL 60191	Х		President & COO					
Signatures								
/s/ Jo-Ellen Kiddie, Power of Attorney		07/19/2011						
**Signature of Reporting Person		Date						

## **Explanation of Responses:**

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Award of stock pursuant to a Restricted Stock Agreement in a transaction exempt under Rule 16b-3. This stock award is issued pursuant
 (1) to the Company achieving an average NYSE closing price of \$27.95 for a twenty consecutive trading day period under the Company's FY'11 Long-Term Performance RSA Incentive Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.