

STORCH DAVID P

Form 4

July 23, 2018

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
STORCH DAVID P

(Last) (First) (Middle)

C/O AAR CORP, 1100 N. WOOD
DALE ROAD

(Street)

WOOD DALE, IL 60191

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

AAR CORP [AIR]

3. Date of Earliest Transaction
(Month/Day/Year)

07/19/2018

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify
below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Nature of Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	07/19/2018		M		158,400	A	\$ 25.43
Common Stock	07/19/2018		M		102,540	A	\$ 26.62
Common Stock	07/19/2018		M		49,022	A	\$ 29.65
Common Stock	07/19/2018		F		234,462	D	\$ 47.08
Common Stock	07/20/2018		S		11,764	D	\$ 47.0703

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Common Stock	52,473	I	by Power of Attorney
Common Stock	200,000	I	by DPS Asset Management
Common Stock	76,738	I	by Grat2
Common Stock	2,025	I	by Lorraine Revocable Trust
Common Stock	18,810	I	by Wife
Common Stock	250,000	I	Storch Family 2012 Dynasty Trust ⁽¹⁾

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

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Common Stock	\$ 25.43	07/19/2018		M		158,400		07/15/2014	07/15/2023	Common Stock	158,400
Common Stock	\$ 26.62	07/19/2018		M		102,540		08/07/2016	08/07/2025	Common Stock	102,540
Common Stock	\$ 29.65	07/19/2018		M		49,022		07/11/2012	07/11/2022	Common Stock	49,022

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other

STORCH DAVID P
C/O AAR CORP
1100 N. WOOD DALE ROAD
WOOD DALE, IL 60191

X

Signatures

Jo-Ellen Kiddie, Power of Attorney
07/23/2018

__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).

(1) Mr. Storch is Trustee and beneficiary of this Trust.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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