AAR CORP Form 4 December 23, 2004

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

SECURITIES

OMB APPROVAL OMB

Washington, D.C. 20549 Check this box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

3235-0287 Number: January 31,

if no longer subject to Section 16. Form 4 or Form 5

obligations

Expires: 2005 Estimated average

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

burden hours per response... 0.5

5 Relationship of Reporting Person(s) to

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1 Name and Address of Reporting Person *

STORCH DAVID P	Symbol AAR CORP [AIR]	Issuer	
(Last) (First) (Middle)	3. Date of Earliest Transaction	(Check all applicable)	
1100 N. WOOD DALE ROAD	(Month/Day/Year) 12/22/2004	X Director 10% OwnerX Officer (give title Other (specify below) President, CEO & Director	
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check	
	Filed(Month/Day/Year)	Applicable Line)	

WOOD DALE, IL 60191-

(City)	(State)	(Zip) Tabl	e I - Non-I	Derivative	Securi	ties Acqu	ired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securit or(A) or Di (Instr. 3,	sposed	of (D)	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			Code V	Amount	(D)	Price	(Ilisti. 3 alid 4)		
Common Stock	12/22/2004		S	5,000	D	\$ 14.3	414,871	D	
Common Stock	12/22/2004		S	5,000	D	\$ 14.4	409,871	D	
Common Stock	12/22/2004		S	10,000	D	\$ 14.5	399,871	D	
Common Stock	12/22/2004		S	300	D	\$ 14.75	399,571	D	
Common Stock	12/22/2004		S	100	D	\$ 14.72	399,471	D	

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Common Stock	12/22/2004	S	1,000	D	\$ 14.68	398,471	D	
Common Stock	12/22/2004	S	1,800	D	\$ 14.65	396,671	D	
Common Stock	12/22/2004	S	200	D	\$ 14.64	396,471	D	
Common Stock	12/22/2004	S	400	D	\$ 14.55	396,071	D	
Common Stock	12/23/2004	S	500	D	\$ 14.55	395,571	D	
Common Stock	12/23/2004	S	1,600	D	\$ 14.27	393,971	D	
Common Stock	12/23/2004	S	400	D	\$ 14.28	393,571	D	
Common Stock	12/23/2004	S	2,000	D	\$ 14.4	391,571	D	
Common Stock	12/23/2004	S	1,000	D	\$ 14.21	390,571	D	
Common Stock	12/23/2004	S	500	D	\$ 14.07	390,071	D	
Common Stock	12/23/2004	S	200	D	\$ 14.35	389,871	D	
Common Stock						18,810 (1)	I	by wife
Common Stock						6,876.173 <u>(1)</u>	I	by wife for minor children

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.

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	re	Securities	(Instr. 5)	Bene
	Derivative				Securities	S	(Instr. 3 and 4)		Own
	Security				Acquired				Follo
					(A) or				Repo
					Disposed				Trans
					of (D)				(Instr

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(Instr. 3, 4, and 5)

						Amount
			Date Exercisable	Expiration Date	Title	or Number of
Code V	(A)	(D)				Shares

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
STORCH DAVID P			President,				
1100 N. WOOD DALE ROAD	X		CEO &				
WOOD DALE, IL 60191-			Director				

Signatures

Jo-Ellen Kiddie, Power of Attorney 12/23/2004

**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) I disclaim any beneficial interest in these shares.

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.

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