

AAR CORP  
Form 8-K  
January 24, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

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**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**January 18, 2011**

Date of Report (Date of earliest event reported)

**AAR CORP.**

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**

(State or other jurisdiction of incorporation)

**1-6263**  
(Commission File Number)

**36-2334820**  
(IRS Employer Identification  
No.)

**One AAR Place, 1100 N. Wood Dale Road**

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Wood Dale, Illinois 60191

(Address and Zip Code of Principal Executive Offices)

Registrant's telephone number, including area code: **(630) 227-2000**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02**                      **Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers;**  
**Compensatory Arrangements of Certain Officers.**

(d)                                      AAR CORP. (the "Company") filed a Current Report on Form 8-K dated December 14, 2010 announcing the election of General Peter Pace to the Company's Board of Directors (the "Board"), effective January 18, 2011. The Company is filing this Current Report on Form 8-K to report that on January 18, 2011 the Board (i) appointed General Pace to the Board's Nominating and Governance Committee, (ii) appointed General Pace to serve as a Class III director with a term expiring at the Company's 2011 annual meeting of stockholders, and (iii) designated Timothy J. Romenesko, previously a Class III director of the Company, as a Class II director with a term expiring at the Company's 2013 annual meeting of stockholders.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: January 24, 2011

**AAR CORP.**

By:

/s/ Robert J. Regan  
Robert J. Regan  
*Vice President, General Counsel and Secretary*