

AAR CORP  
Form DEFA14A  
August 29, 2002

**SCHEDULE 14A INFORMATION**

Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934 (Amendment No. )

Filed by the Registrant   
Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

**AAR CORP.**

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(Name of Registrant as Specified In Its Charter)

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(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required
- Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11

(1) Title of each class of securities to which transaction applies:

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(2) Aggregate number of securities to which transaction applies:

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(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

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(4) Proposed maximum aggregate value of transaction:

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(5) Total fee paid:

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- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

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(2) Form, Schedule or Registration Statement No.:

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(3) Filing Party:

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(4) Date Filed:

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August 28, 2002

TO THE STOCKHOLDERS OF AAR CORP.:

The Annual Meeting of Stockholders of AAR CORP. will be held at AAR CORP.'s headquarters, One AAR Place, 1100 N. Wood Dale Road, Wood Dale, Illinois, on Wednesday, October 9, 2002, at 10:00 a.m. The Board of Directors cordially invites you to attend.

I hope you will be able to attend the meeting in person, but whether or not you expect to attend, please sign, date and return the proxy card enclosed with your proxy statement, now, so that your shares will be represented at the meeting. You may also vote via the internet or by telephone as indicated on the proxy card instructions. If you do attend the meeting, you will be entitled to vote in person, if you wish, even though you have submitted a proxy.

Please note that I was inadvertently listed as a member of the Nominating Committee on page 3 of the proxy statement and in the AAR CORP. 2002 Annual Report. The AAR CORP. Nominating Committee is comprised of Howard B. Bernick (Chairman), Ira A. Eichner and James E. Goodwin.

Sincerely,

/s/ DAVID P. STORCH

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David P. Storch  
President & Chief Executive Officer

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