

# First Aviation Services Inc.

15 Riverside Avenue | Westport, CT 06880 | 203.291.3300 | [firstaviation.com](http://firstaviation.com)

May 16, 2014

Dear Shareholder,

A Special Committee of the First Aviation Services Inc. Board of Directors, consisting of myself and fellow independent director Mr. Joseph Lhota, has been studying a repurchase of common shares held by stockholders such as yourself through a reverse stock split transaction.

The Special Committee engaged investment bankers Philpott, Ball and Werner, LLC ("PB&W") in an advisory capacity. PB&W is familiar with the industry in general and First Aviation particularly, having represented Aerospace Turbine Rotables, Inc. in its November 2009 sale to First Aviation and represented First Aviation in its March 2013 sale of Aerospace Products International, Inc.

Although First Aviation delisted from NASDAQ in July 2007, its shares have continued to trade on a very limited basis. Due to the Company's limited float, the Special Committee feels that such a transaction will provide shareholders an opportunity for liquidity that is both efficient and might not otherwise exist. By becoming entirely private, the Company will be able to reinvest its funds without regard to short term profit consideration and could treat its competitive strategy more confidentially.

Accordingly, based upon our careful review of the Company, recent stock transactions and market value, the Committee has recommended and the Board of Directors has approved a 10,000 for 1 reverse split to be effective May 30, 2014. Any shareholder with less than 10,000 shares will receive a pre-split per share price of \$8.40. The reverse stock split would impact approximately 19% of common A shares.

Please note that no action on your part is necessary at the current time however you will soon receive correspondence from our stock transfer agent Continental Stock Transfer and Trust of any necessary steps required on your part to receive cash for your share holdings.

Sincerely,



Stanley J. Hill  
Independent Director