SEC Form 4

FORM 4

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

OMB APPROVAL

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obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Addres Goren Isabella)*	2. Issuer Name and Ticker or Trading Symbol <u>AMR CORP</u> [AMR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) 4333 AMON CA	(Last) (First) (Middle) 4333 AMON CARTER BLVD.		3. Date of Earliest Transaction (Month/Day/Year) 07/23/2010	X	Officer (give title below) SVP/ Chief Financia	Other (specify below) al Officer		
(Street) FORT WORTH	ТХ	76155	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	dual or Joint/Group Filing (Form filed by One Report Form filed by More than (ting Person		
(City)	(State)	(Zip)	ntive Securities Acquired Disposed of ar Popoli		Person			

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

Table	Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
Date E: (Month/Day/Year) if		2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)			
Common Stock ⁽¹⁾	07/23/2010		D		1,125	D	\$6.89	385,144	D				
Common Stock ⁽²⁾	07/26/2010		A		14,550	A	\$ <mark>0</mark>	399,694	D				
Common Stock ⁽³⁾	07/26/2010		A		11,850	A	\$ <mark>0</mark>	411,544	D				

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. Transa Code (8)		5. Numl of Derivati Securiti Acquire (A) or Dispose of (D) (I 3, 4 and	ive ies ed ed nstr.	6. Date Exercisable and Expiration Date (Month/Day/Year)		e and 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	Securities Beneficially Owned	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Appreciation Rights	\$7.26	07/26/2010		A		17,000		(4)	07/26/2020	Common Stock	17,000	\$0	17,000	D	

Explanation of Responses:

1. Shares of common stock withheld from the July 23, 2007 deferred share award that vested on July 23, 2010 to satisfy tax liability on the shares issued upon vesting.

2. Performance Shares granted under the 2010/2012 Performance Share Plan and the 2009 Long Term Incentive Plan (the "LTIP"). The measurement period ends on 12/31/2012 with vesting dependent upon the total sharholder return (TSR) of AMR's common stock relative to competitor's.

3. Deferred shares granted under the LTIP. These shares will vest three years after the date of grant provided the recipient remains employed by AMR (or a subsidiary thereof) on such vesting date.

4. The SARs become exercisable in five equal annual installments on July 26, 2011, July 26, 2012, July 26, 2013, July 26, 2014 and July 26, 2015.

Remarks:

Kenneth W. Wimberly, Power	07/27/2010
<u>of Attorney</u>	07/27/2010
** Signature of Reporting Person	Date

** Signature of Reporting Person

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

* 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).

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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