

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
() Check this box if no longer subject to Section 16.
Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person
Edward A Brennan
400 North Michigan Avenue, Suite 400
IL, Chicago 60611
2. Issuer Name and Ticker or Trading Symbol
AMR Corporation (AMR)
3. IRS or Social Security Number of Reporting Person (Voluntary)
###-##-####
4. Statement for Month/Year
12/31/2002
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(X) Director () 10% Owner () Officer (give title below) () Other (specify below)
7. Individual or Joint/Group Filing (Check Applicable Line)
(X) Form filed by One Reporting Person
() Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1. Title of Security	2.	3.	4. Securities Acquired (A) or Disposed of (D)					5. Amount of Securities Beneficially Owned at End of Month	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership		
			Transaction	Date	Code	V	Amount				A/ D	Price

Table II -- Derivative Securites Acquired, Disposed of, or Beneficially Owned										
1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned at Month	10. Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership
Phantom Stock units 1	N/A	12/31/2002	A	140.65	A	N/A	Common stock	140.65	30833.412	D

Explanation of Responses:
1. Phantom stock units ("PSUs) are deferred compensation. During the deferral period retainers and meeting fees are converted into PSUs based upon the average market value of AMR common stock during the deferral month.