П

# FORM 4

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

| Check this box if no longer subject to |
|--|
| Section 16. Form 4 or Form 5           |
| 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

| OMB APPROVAL           |           |  |  |  |  |  |  |  |  |  |
|------------------------|-----------|--|--|--|--|--|--|--|--|--|
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| Estimated average burd | en        |  |  |  |  |  |  |  |  |  |
| hours per response:    | 0.5       |  |  |  |  |  |  |  |  |  |

| 1. Nume and Address of Reporting reison           |               |                | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>American Airlines Group Inc.</u> [ AAL ] | (Check                 | tionship of Reporting Perso<br>all applicable)<br>Director<br>Officer (give title           | con(s) to Issuer<br>10% Owner<br>Other (specify |
|---|---------------|----------------|---|------------------------|---|---|
| (Last) (First) (Middle)<br>4333 AMON CARTER BLVD. |               | (Middle)       | 3. Date of Earliest Transaction (Month/Day/Year)<br>12/16/2015                                    | X                      | below)<br>EVP Chief Informati   | below)  |
| (Street)<br>FORT WORTH<br>(City)                  | TX<br>(State) | 76155<br>(Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year)  | 6. Indiv<br>Line)<br>X | idual or Joint/Group Filing<br>Form filed by One Repor<br>Form filed by More than<br>Person | rting Person                                    |

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

| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |  |   |                             |   |                       |                     |        |   |   |   |  |
|--|--|---|-----------------------------|---|-----------------------|---------------------|--------|---|---|---|--|
| 1. Title of Security (Instr. 3)  | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Transaction<br>Code (Instr. |   |                       |                     |        | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|  |  |   | Code                        | v | Amount                | (A) or<br>(D) Price |        | Transaction(s)<br>(Instr. 3 and 4)  |   |   |  |
| Common Stock   | 12/16/2015                                 |   | F                           |   | 93,884 <sup>(1)</sup> | D                   | \$43.2 | 268,556   | D   |   |  |
| Common Stock   |  |   |                             |   |                       |                     |        | 1,038   | I   | By<br>Spouse  |  |

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of<br>Deriv<br>Secu<br>Acqu<br>(A) or<br>Dispo<br>of (D)<br>(Instr | erivative (Month/Day/Year)<br>ecurities<br>ccquired<br>A) or<br>isposed |                     | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|---|---|--|---|------------------------------|---|--|---|---------------------|---|-------|---|--|--|--|--|
|   |   |  |   | Code                         | v | (A)  | ,)<br>(D)   | Date<br>Exercisable | Expiration<br>Date  | Title | Amount<br>or<br>Number<br>of<br>Shares              |  |  |  |  |

#### Explanation of Responses:

1. Shares withheld by the issuer to cover applicable withholding taxes related to the vesting of restricted stock units.

### Caroline B. Ray/Power of

<u>Attorney</u>

12/17/2015

\*\* Signature of Reporting Person Date

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.