

SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934Date of earliest event
reported: March 7, 2001

AMR CORPORATION

(Exact name of registrant as specified in its charter)

Delaware 1-8400 75-1825172
(State of Incorporation) (Commission File Number) (IRS Employer
Identification No.)4333 Amon Carter Blvd. Fort Worth, Texas 76155
(Address of principal executive offices) (Zip Code)(817) 963-1234
(Registrant's telephone number)

Item 5 - Other Events

On Wednesday, March 7, 2001, American Airlines, Inc. ("American", a wholly owned subsidiary of AMR Corporation) increased its \$500 million cash offer for certain assets of Trans World Airlines, Inc. ("TWA"). Up to \$125 million in additional cash will be added to American's existing cash offer. In addition to the increase in the cash offer, American will let TWA keep certain assets, such as aircraft security deposits and prepaid aircraft rentals.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMR CORPORATION

/s/ Charles D. MarLett
Charles D. MarLett
Corporate Secretary

Dated: March 8, 2001