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AMR CORP

Form 4

January 03, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

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
 Donald J. Carty
 4333 Amon Carter Boulevard

 Tx, Fort Worth 76155
2. Issuer Name and Ticker or Trading Symbol
 AMR Corporation (AMR)
3. IRS or Social Security Number of Reporting Person (Voluntary)
 019-46-2778
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 (X) Officer (give title below) () Other
 (specify below)
 Chairman and CEO
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. Transaction Date | 3. Transaction Code | 4. Securities Acquired (A) or Disposed of (D) Amount | 5. Amount of Securities Beneficially Owned at End of Month |
|----------------------|---------------------|---------------------|---|--|
| Common stock 1 | 12/31/2002 | D | 37000 | 677275 |

Table II -- Derivative Securities 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) Amount | 6. Date Exercisable and Expiration Date Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities Title and Number of Shares | 8. Percentage of Total Ownership |
|---------------------------------|--|---------------------|---------------------|--|--|--|----------------------------------|
|---------------------------------|--|---------------------|---------------------|--|--|--|----------------------------------|

Explanation of Responses:

1. Deferred stock rights were forfeited and returned to the 1998 Long Term Incentive Plan inasmuch as performance criteria under the 2000/2002 plan were not fully satisfied.