

American Airlines Group Inc.
 Form 4
 December 09, 2013

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
KERR DEREK J

(Last) (First) (Middle)
 4333 AMON CARTER BLVD.
 (Street)

FORT WORTH, TX 76155

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

American Airlines Group Inc. [AAL]

3. Date of Earliest Transaction (Month/Day/Year)
 12/09/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Executive VP & CFO

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/09/2013		A		192,869	A	192,869
Common Stock	12/09/2013		A		268,559	A	\$ 0

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

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SEC 1474 (9-02)

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am Nun Sha
Stock Appreciation Right	\$ 7.62	12/09/2013		A		117,287		<u>(4)</u>	04/11/2019	Common Stock	11
Stock Appreciation Right	\$ 8.14	12/09/2013		A		95,714		<u>(5)</u>	04/20/2018	Common Stock	95
Stock Appreciation Right	\$ 7.42	12/09/2013		A		119,200		12/09/2013	04/14/2017	Common Stock	11
Stock Appreciation Right	\$ 3.1	12/09/2013		A		292,000		12/09/2013	04/08/2016	Common Stock	29
Stock Appreciation Right	\$ 7.65	12/09/2013		A		25,000		12/09/2013	01/22/2016	Common Stock	25
Stock Appreciation Right	\$ 6.7	12/09/2013		A		51,020		12/09/2013	08/05/2015	Common Stock	51
Stock Appreciation Right	\$ 8.84	12/09/2013		A		26,020		12/09/2013	04/09/2018	Common Stock	26
Stock Appreciation Right	\$ 45.01	12/09/2013		A		12,500		12/09/2013	04/11/2017	Common Stock	12
Stock Appreciation Right	\$ 38.44	12/09/2013		A		12,500		12/09/2013	04/19/2016	Common Stock	12
Stock Appreciation Right	\$ 19.3	12/09/2013		A		51,500		12/09/2013	09/27/2015	Common Stock	51

