

American Airlines Files Motion Seeking Order To Repay Certain Aircraft Financings And To Enter Into A New Aircraft Financing

FORT WORTH, Texas, Oct. 9, 2012 /PRNewswire/ -- American Airlines, Inc. ("American"), its parent company, AMR Corporation ("AMR"), and certain of AMR's other subsidiaries today filed a motion with the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") requesting entry of an order authorizing American to, among other things:

(i) obtain postpetition financing in an amount of up to \$1.5 billion secured on a first priority basis by, among other things, up to 41 Boeing 737-823 aircraft, 14 Boeing 757-223 aircraft, one Boeing 767-323ER aircraft and 19 Boeing 777-223ER aircraft (each, an "Aircraft" and, collectively, the "Aircraft") as part of a new enhanced equipment trust certificate ("EETC") financing (the "New EETC"), and

(ii) use cash on hand (including proceeds of the New EETC) to indefeasibly repay the existing prepetition obligations secured by the Aircraft, as applicable, which are currently financed through, as the case may be, an EETC financing entered into by American in July 2009 (the "Series 2009-1 Pass Through Certificates" (CUSIP: 023763AA3)), a secured notes financing entered into by American in July 2009 (the "13.0% 2009-2 Senior Secured Notes" (CUSIP: 023771R75)) and an EETC financing entered into by American in October 2011 (the "Series 2011-2 Pass Through Certificates" (CUSIP: 02377VAA0)), in each case without the payment of any make-whole amount or other premium or prepayment penalty.

Subject to, among other things, the entry of such an order by the Bankruptcy Court, American expects the New EETC structure to be substantially similar to the structure of the Series 2011-2 Pass Through Certificates, other than the economic terms (such as the interest rate) and certain terms and conditions to be in effect during its current Chapter 11 bankruptcy case.

The securities expected to be issued in connection with the New EETC will be offered only to qualified institutional buyers pursuant to Rule 144A under the Securities Act of 1933, as amended (the "Securities Act"). Such securities will not, at the time of such offering, be registered under the Securities Act or applicable state securities laws and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the Securities Act and applicable state securities laws.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any offer or sale of the securities expected to be issued in connection with the New EETC in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of such jurisdiction.