

**NOTICE OF AMENDMENT OF
THE RETIREMENT BENEFIT PLAN OF AMERICAN AIRLINES, INC.
FOR EMPLOYEES REPRESENTED BY THE TRANSPORT WORKERS
UNION OF AMERICA, AFL-CIO**

TO: Participants in the Retirement Benefit Plan of American Airlines, Inc. for Employees Represented by the Transport Workers Union of America, AFL-CIO (Plan Number 006) and their alternate payees.

DATE: September 14, 2012

This Notice is being distributed, as required by Section 204(h) of the Employee Retirement Income Security Act of 1974 (as amended), to all employees of American Airlines, Inc. (the "Company") who are participants in the Retirement Benefit Plan of American Airlines, Inc. for Employees Represented by the Transport Workers Union of America, AFL-CIO (the "Plan") and each alternate payee under a qualified domestic relations order of any such participant.

Effective November 1, 2012, the Plan will be amended to provide that employees of the Company will not accrue additional Plan benefits on or after that date. The amendment will not result in the loss of any pension benefits accrued through October 31, 2012. The benefits accrued as of October 31, 2012, will continue to be held in the Trust on your behalf as a participant in the Plan and will be paid in accordance with the terms of the Plan.

Also, effective November 1, 2012, the Plan will be amended to eliminate the disability retirement benefit (other than for participants who submitted a claim for disability retirement benefits before November 1, 2012). If you did not submit a claim for disability retirement benefits before November 1, 2012, you will not be entitled to receive the special disability retirement benefit that had applied under the Plan prior to this date. Please refer to the Plan's Summary Plan Description for more information about how this benefit is determined for participants who submitted a claim for disability retirement benefits before November 1, 2012.

Prior to this amendment, the annual normal retirement benefit under the Company's Plan was computed as the greatest of the following three items:

1. Career Average Retirement Benefit. Your Career Average Retirement Benefit is your Career Average Retirement Benefit as of January 1, 2009 under any previous versions of the Plan, plus 1.25% of your Monthly Compensation up to \$550, plus 2% of

your Monthly Compensation over \$550, for each year after January 1, 2009 multiplied by the number of months worked during each subsequent year. Your "Monthly Compensation" is your total pensionable compensation earned during a calendar year divided by the number of months you worked in that year. Each year, the Company adds the annual benefit amount to the total benefit amount from the prior year's calculation.

2. Final Average Retirement Benefit. Your Final Average Retirement Benefit is 1.667% of your Final Average Compensation multiplied by your Credited Service. If you have worked less than 48 months (less than 4 years) as a Plan member, your "Final Average Compensation" is the annualized average of all your pensionable compensation for the period during which you were participating in the Plan. If you have worked 48 months or more (at least 4 years) as a Plan member, your "Final Average Compensation" is the annualized average of your pensionable compensation for the highest paid 48 consecutive months out of the last 120 months (10 years) during which you were participating in the Plan. Your "Credited Service" is the years of service you earned as a Plan member based on hours worked. If you elected to participate in the Super Saver Plus Plan, your Credited Service does not include your years of service after the date of your participation in that plan.

3. Minimum Retirement Benefit. If your job classification is Airline Mechanic, Flight Dispatcher, Dispatcher's Assistant, Meteorologist, Ground School, Flight Simulator Instructor, or Flight Simulator Technician, your Minimum Retirement Benefit is \$24.00 multiplied by 12, multiplied by your Credited Service. If you are in any other eligible job classification under the Plan, your Minimum Retirement Benefit is \$23.50 multiplied by 12, multiplied by your Credited Service.

The calculation of normal retirement benefits is described in detail in the Plan's Summary Plan Description ("SPD"). Please review the enclosed SPD if you are interested in more information about how your Plan benefits were calculated prior to the amendment, particularly the section entitled "Calculating Benefits." If you would like a printed copy of the SPD or have any questions concerning this notice, please contact American Airlines HR Services at 1-800-447-2000. Customer Service Representatives are available by phone Monday through Friday from 8:00 a.m. to 5:00 p.m. Central Time.