

AMERICAN AIRLINES, INC.
100 Park Avenue
New York 17, New York

March 1, 1952

To the Directors:

The information requested in the enclosed form of letter is needed to complete our Proxy Statement for our Annual Meeting of Stockholders, to prepare our Annual Report to the Securities and Exchange Commission, and to bring up to date our Registration Statement filed under the Securities Act of 1933 (but not yet effective) in connection with the pending grant to employees of additional options to purchase shares of Common Stock.

We have attempted to answer questions 1 and 2 on the enclosed form. It would be appreciated if you would complete one copy of the form, by making any necessary corrections or additions to the answers to these questions and by answering questions 3 and 4, and would sign and return it to me by March 10.

The enclosed stamped and addressed return envelope is for your convenience in replying. The other copy of the enclosed form is for your files.

Very truly yours,

W. H. Johnson, Jr.
Secretary

March , 1952

Mr. W. H. Johnson, Jr.
Secretary
American Airlines, Inc.
100 Park Avenue
New York 17, New York

Dear Mr. Johnson:

For your use in preparing the Proxy Statement and Annual Report and in amending the Registration Statement referred to in your letter of March 1, 1952, I have answered the questions set forth below as follows:

1.

Question:

Furnish the following information as to securities of American Airlines, Inc., owned beneficially and/or of record by you as of the close of business March 1, 1952. In addition, give the amount of securities of American Airlines, Inc., owned as of such date beneficially by any associate* of yours, name each associate and list the number of shares owned by such associate.

Answer:

| <u>As of March 1, 1952</u> | <u>Common Stock (No. of Shares)</u> | <u>3 1/8% Convertible Preferred Stock (No. of Shares)</u> | <u>3% Sinking Fund Debentures (Principal Amount)</u> |
|---|--|---|--|
| (a) Owned by me | | | |
| (i) beneficially and of record | 50,000 | | |
| (ii) of record only | | | |
| (iii) beneficially but not of record | | | |
| (b) Owned beneficially by an associate | 53,500* | 1,500** | \$500,000** |
| Name of associate (if more than one, submit list of all associates and indi- cate amount of such securities owned beneficially by each) | <p>*Amon G. Carter Star-Telegram Employees Fund 30,000 Amon G. Carter, Jr. 11,000 Ruth Carter Johnson 12,500</p> | | |

2.

**Held by Amon G. Carter Star Telegram Employees Fund.

Question:

State your principal occupation or employment and the name and principal business of the corporation or other organization, if any, in which such occupation or employment is carried on.

Answer: President & Publisher, Fort Worth Star-Telegram

3.

Question:

Describe briefly any interest, direct or indirect, which you have had or may have in any material or significant transaction** since January 1, 1951, or in any material or significant proposed transaction, to which American Airlines, Inc., or either of its subsidiaries, American Airlines de Mexico, S.A. and Sky Chefs, Inc., was or is to be a party.

Answer:

4.

Question:

Name any associate*, and any other individual or organization (other than American Airlines, Inc., or its subsidiaries, American Airlines de Mexico, S.A. and Sky Chefs, Inc.) with which you have held a material relationship*** at any time since January 1, 1951,

- (a) that may have received from American Airlines, Inc., or its subsidiaries, during the year 1951 an aggregate remuneration in excess of \$25,000 for services in all capacities, or
- (b) that may have had or may have any interest, direct or indirect, in any material or significant transaction** since January 1, 1951, or in any material or significant proposed transaction, to which American Airlines, Inc., or either of its subsidiaries, was or is to be a party.

Indicate the nature of such relationship and whether it has since terminated or changed.

(If you have any doubt as to whether any such associates, individuals or organizations received more than \$25,000 or had or may have an interest in a material or significant transaction, as stated in (a) and (b) above, it would be appreciated if you would include them in the table below. We will then be able to determine these facts by checking our own records.)

Answer:

| <u>Name of Associate, Individual or Organization</u> | <u>Nature of Relationship</u> | <u>Approximate Date of any Termination or Change</u> |
|--|-------------------------------|--|
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

Very truly yours,

*The Securities and Exchange Commission has defined "associate" as (1) any corporation or organization (other than American Airlines, Inc., or a majority owned subsidiary) of which you are an officer or partner or are, directly or indirectly, the beneficial owner of 10 percent or more of any class of equity securities; (2) any trust or other estate in which you have a substantial beneficial interest, or as to which you serve as a trustee or in a similar fiduciary capacity; (3) any relative or spouse of yours having the same home as you.

**"Material or significant transactions", for example, could be services, as in the case of a bank, the furnishing of supplies or equipment, as in the case of oil companies or aircraft manufacturing companies, or the leasing or construction of air terminal facilities.

***A "material relationship" with an individual, for example, would be a close family relationship such as with your son or daughter, or a business relationship such as with a partner. A "material relationship" with an organization, for example, would be a director of a corporation.

Duplicate

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100 Park Avenue
New York 17, New York

March 1, 1952

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| (a) Owned by me | | | |
| (i) beneficially and of record | 50,000 | | |
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| (b) Owned beneficially by an associate | 53,500 * | 1,500 ** | \$500,000 ** |
| Name of associate (if more than one, submit list of all associates and indicate amount of such securities owned beneficially by each) | | | |
| * Amos B. Carter Star Telegram Employees Fund 30,000 | | | |
| Amos B. Carter Jr. 11,000 | | | |
| Ruth Carter Johnson 12,500 | | | |

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Question:

State your principal occupation or employment and the name and principal business of the corporation or other organization, if any, in which such occupation or employment is carried on.

** Held by Amos B. Carter Star Telegram Employees Fund.

Answer: *President & Publisher, Fort Worth Star-Telegram*

3.

Question:

Describe briefly any interest, direct or indirect, which you have had or may have in any material or significant transaction** since January 1, 1951, or in any material or significant proposed transaction, to which American Airlines, Inc., or either of its subsidiaries, American Airlines de Mexico, S.A. and Sky Chefs, Inc., was or is to be a party.

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Question:

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- (a) that may have received from American Airlines, Inc., or its subsidiaries, during the year 1951 an aggregate remuneration in excess of \$25,000 for services in all capacities, or
- (b) that may have had or may have any interest, direct or indirect, in any material or significant transaction*** since January 1, 1951, or in any material or significant proposed transaction, to which American Airlines, Inc., or either of its subsidiaries, was or is to be a party.

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