

Edgar Filing: AMERICAN AIRLINES INC - Form 8-K

Item 1.01 Entry Into a Material Definitive Agreement

On July 3, 2007, American Airlines, Inc. ("American"), a wholly-owned subsidiary of AMR Corporation, entered into a Stock Purchase Agreement (the "Purchase Agreement") between American and certain other major air carriers as sellers (the "Sellers"), ARINC Incorporated, a Delaware corporation ("ARINC"), and Radio Acquisition Corp., an affiliate of The Carlyle Group, as the purchaser (the "Purchaser"). ARINC is a provider of transportation communications and systems engineering. The Sellers collectively hold more than 90% of the common stock of ARINC. Under the Purchase Agreement, American and the other Sellers have agreed to sell to the Purchaser all of the common stock held by the Sellers in ARINC. The sale of ARINC to the Purchaser is expected to close prior to October 31, 2007. American expects to receive, upon closing, proceeds of \$194 million for its ARINC shares, and to record a gain on such sale of approximately \$140 million. The closing of the transaction is subject to the satisfaction of a number of conditions, many of which are beyond American's control, and no assurance can be given that such closing will occur.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

American Airlines, Inc.

/s/ Kenneth W. Wimberly
Kenneth W. Wimberly
Corporate Secretary

Dated: July 5, 2007