

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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| In re | : |
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| AMR CORPORATION, <i>et al.</i>, | : |
| | : |
| Reorganized Debtor. | : |
| | : |
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Chapter 11

Case No. 11-15463 (SHL)

(Jointly Administered)

**ORDER (I) AUTHORIZING (A) RELEASE OF EXCESS RESERVE FUNDS
HELD IN DISPUTED CLAIMS RESERVE AND (B) REIMBURSEMENT
OF PREPETITION CLAIM; (II) CLOSING THE CHAPTER 11 CASE;
AND (III) GRANTING RELATED RELIEF**

Upon the Motion dated September 30, 2021, (Dkt No. 13369)¹ of AMR Corporation as the reorganized debtor (the “**Reorganized Debtor**” or “**American**”), under Section 105(a) of the Bankruptcy Code and Bankruptcy Rule 3021, for entry of an order (i) authorizing (a) release of excess reserve funds held in the DCR and (b) reimbursement of prepetition claim and (ii) closing the chapter 11 cases, all as described more fully in the Motion; and this Court having jurisdiction to consider the Motion and the relief requested under 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.); and consideration of the Motion and the requested relief being a core proceeding under 28 U.S.C. § 157(b); and venue being proper before the Bankruptcy Court under 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided, and it appearing that no other or further notice need be provided; and a hearing having been held on November 4, 2021 to consider the relief requested in the Motion (the “**Hearing**”); and a further status update having been held with the Bankruptcy Court on November 10, 2021

¹ Capitalized terms not otherwise defined shall have the meanings ascribed to them in the Motion or the Plan, as applicable.

(the “Status Update”); *and upon the resolution of the objection made by the Allied Pilots Association, Association of Professional Flight Attendants, and Transport Workers Union of America, AFL-CIO to the Motion (Dkt. No. 13383), as further discussed on the record during the Status Update; and this Order incorporating the terms of such resolution, including how the American Labor Allocation shall be addressed;* and upon the record of the Hearing, the Status Update, and the proceedings had before the Bankruptcy Court; and the Bankruptcy Court having overruled any objections for the reasons stated on the record of the Hearing; and the Bankruptcy Court having found and determined that the relief sought in the Motion is in the best interests of the Reorganized Debtor, creditors, and all parties in interest, and that the legal and factual bases in the Motion establish just cause for the relief granted; *and the Bankruptcy Court having issued a Memorandum of Decision and Order (Dkt. No. 13406) on the Reorganized Debtors’ 199th Omnibus Objection to Claims (Dkt. No. 13282);* and after due deliberation and sufficient cause appearing, it is

ORDERED that the Motion is granted *for the reasons stated by the Court at the Hearing and the Status Update;* and it is further

ORDERED that the Reorganized Debtor may distribute the Allowed Debtor Single-Dip Claims in the amounts of \$8,023,015 and \$400,000, to be paid directly to, and to benefit, the Reorganized Debtor; and it is further

ORDERED that the Reorganized Debtor may reserve \$2.5 million in Cash from the Disputed Claims Reserve to be used in the event that the Reorganized Debtor’s resolution of the Remaining Disputed Claims is for an aggregate amount higher than \$400,000 for the purpose of making a distribution for the American Labor Allocation; *provided,* that any excess amount

not distributed for the American Labor Allocation after the resolution of the Remaining Disputed Claims will be distributed to holders of Allowed AMR Equity Interests; and it is further

ORDERED that the Reorganized Debtor may make any distribution for the American Labor Allocation before distributing the EEOC Claim; and it is further

ORDERED that the Reorganized Debtor and the Disbursing Agent, as applicable, agree to take all actions that are necessary and commercially appropriate to distribute the remaining excess New Common Stock and Cash from the Disputed Claims Reserve to holders of Allowed AMR Equity Interests by December 31, 2021, or as soon as commercially practicable thereafter; and it is further

ORDERED that if the Reorganized Debtor (or its successors or assigns) recover after entry of this order any tax refunds relating to New Common Stock or other property in or distributed from the Disputed Claims Reserve, the Reorganized Debtor shall have the authority to, and is directed to, distribute those amounts to holders of Allowed AMR Equity Interests and deduct reasonable and documented third-party and non-ordinary course costs associated with any distributions to holders of Allowed AMR Equity Interests (including any distributions of additional cash) without reopening the chapter 11 cases; and it is further

ORDERED that Stephen L. Johnson, trustee for each of the Employee Trusts, is exculpated under the Plan, and it is further

ORDERED that the chapter 11 case for the Reorganized Debtor AMR Corporation is hereby closed, and it is further

ORDERED that entry of this order (a) is without prejudice to the rights of the Reorganized Debtor or any other party with requisite standing to *do any of the following outside of the above-captioned bankruptcy case*: (i) commence, prosecute and/or resolve any claim or

Cause of Action, or (ii) object to claims filed against the Debtor or Reorganized Debtor, ***(b) is without prejudice to the rights of the Reorganized Debtor to file a motion with this Court to reopen the above-captioned bankruptcy case, and (b) (c)*** shall have no effect on any contested or other matters pending before this Court, ***including with respect to the rights that any party may have in an appeal from an order of this Court***, and it is further

ORDERED that Reorganized Debtor and its agents may take all actions necessary or appropriate to effectuate the relief granted under this order, and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: November 29, 2021
New York, New York

/s/ Sean H. Lane
UNITED STATES BANKRUPTCY JUDGE