

American Airlines Group Inc.
Form 8-K
June 04, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of report (Date of earliest event reported): June 4, 2014

American Airlines Group Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State of Incorporation)

1-8400
(Commission File Number)

75-1825172
(IRS Employer Identification No.)

4333 Amon Carter Blvd., Fort Worth, Texas
(Address or principal executive offices)

(817) 963-1234

76155
(Zip Code)

(Registrant's telephone number)

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07. Submission of Matters to a Vote of Security Holders.

On June 4, 2014, American Airlines Group Inc. (the Company) held its 2014 Annual Meeting of Stockholders (the 2014 Annual Meeting). At the 2014 Annual Meeting, the stockholders of the Company voted on the following proposals, each of which is described in the Company's Definitive Proxy Statement on Schedule 14A filed with the Securities and Exchange Commission on April 25, 2014 (the Proxy Statement):

Proposal 1: Election of Directors.

The stockholders elected the following individuals to the Company's Board of Directors:

| Nominee | For | Against | Abstain | Broker Non-Votes |
|---------------------|-------------|------------|-----------|------------------|
| James F. Albaugh | 421,239,852 | 2,137,606 | 1,167,794 | 160,057,470 |
| Jeffrey D. Benjamin | 408,481,757 | 14,870,525 | 1,192,970 | 160,057,470 |
| John T. Cahill | 419,527,492 | 3,773,550 | 1,244,210 | 160,057,470 |
| Michael J. Emblar | 420,933,819 | 2,406,648 | 1,204,785 | 160,057,470 |
| Matthew J. Hart | 420,346,334 | 3,010,655 | 1,188,263 | 160,057,470 |
| Alberto Ibarguen | 420,496,120 | 2,836,163 | 1,212,969 | 160,057,470 |
| Richard C. Kraemer | 420,876,205 | 2,405,623 | 1,263,424 | 160,057,470 |
| Denise M. O Leary | 419,848,016 | 3,491,551 | 1,205,685 | 160,057,470 |
| W. Douglas Parker | 418,615,475 | 4,084,647 | 1,845,130 | 160,057,470 |
| Ray M. Robinson | 399,106,387 | 24,248,370 | 1,190,495 | 160,057,470 |
| Richard P. Schifter | 418,000,125 | 5,316,377 | 1,228,750 | 160,057,470 |

Proposal 2: Ratification of Appointment of Independent Registered Public Accounting Firm.

The stockholders ratified the appointment of KPMG LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2014.

| For | Against | Abstain | Broker Non-Votes |
|-------------|------------|-----------|------------------|
| 572,282,132 | 10,671,472 | 1,649,118 | 0 |

Proposal 3: Advisory Vote Relating to Executive Compensation.

The stockholders approved, on a non-binding, advisory basis, the compensation of the Company's named executive officers as disclosed in the Proxy Statement.

| For | Against | Abstain | Broker Non-Votes |
|-------------|-----------|-----------|------------------|
| 416,572,632 | 5,066,483 | 2,906,137 | 160,057,470 |

Signatures

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.

Dated: June 4, 2014

American Airlines Group Inc.

/s/ Stephen L. Johnson
Stephen L. Johnson
Executive Vice President, Corporate Affairs