

United Airlines, Inc.  
\$232,381,000  
2019-2 Pass Through Trust  
Class B Pass Through Certificates, Series 2019-2

Pricing Supplement dated September 3, 2019 to the preliminary prospectus supplement dated September 3, 2019 relating to the Class B Certificates referred to below (as supplemented, the "Preliminary Prospectus Supplement") of United Airlines, Inc. ("United").

The information in this Pricing Supplement supplements the Preliminary Prospectus Supplement and supersedes the information in the Preliminary Prospectus Supplement to the extent inconsistent with the information in the Preliminary Prospectus Supplement.

Unless otherwise indicated, terms used but not defined herein have the meanings assigned to such terms in the Preliminary Prospectus Supplement.

<b>Securities:</b>	Class B Pass Through Certificates, Series 2019-2 ("Class B Certificates")
<b>Amount:</b>	\$232,381,000
<b>CUSIP:</b>	90932K AA7
<b>ISIN:</b>	US90932KAA79
<b>Coupon:</b>	3.50%
<b>Make-Whole Spread over Treasuries:</b>	0.35%
<b>Initial Maximum Commitment Amount Under Liquidity Facility:</b>	\$13,284,448
<b>Price to Public:</b>	100%
<b>Underwriters:</b>	
Credit Suisse Securities (USA) LLC	\$53,190,500
Citigroup Global Markets Inc.	\$53,190,500
Goldman Sachs & Co. LLC	\$41,000,000
Morgan Stanley & Co. LLC	\$30,000,000
Deutsche Bank Securities Inc.	\$23,000,000
Barclays Capital Inc.	\$6,000,000
BofA Securities, Inc.	\$6,000,000
BBVA Securities Inc.	\$4,000,000
BNP Paribas Securities Corp.	\$4,000,000
Credit Agricole Securities (USA) Inc.	\$4,000,000
Standard Chartered Bank	\$4,000,000
Wells Fargo Securities, LLC	\$4,000,000
<b>Concession to Selling Group Members:</b>	0.50%
<b>Discount to Broker/Dealers:</b>	0.25%

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<b>Underwriting Commission:</b>	\$2,323,810
<b>Settlement:</b>	September 13, 2019 (T+8) closing date, the 8 <sup>th</sup> business day after the date hereof
<b>Senior Certificates Offering:</b>	On September 3, 2019, United priced an offering of \$702,146,000 aggregate face amount of its Class AA Certificates, on which interest will be paid at a rate per annum of 2.70%, and \$286,718,000 aggregate face amount of its Class A Certificates, on which interest will be paid at a rate per annum of 2.90%. Such Class AA Certificates and Class A Certificates are being offered pursuant to a prospectus supplement of United, dated as of the date hereof, separate from the prospectus supplement relating to the Class B Certificates.

**The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Credit Suisse toll-free at 1-800-221-1037 or Citigroup at 1-877-858-5407.**