#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

#### FORM 8-K/A

(Amendment No. 1)

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

## Date of Report: July 1, 2003

(Date of earliest event reported)

### **UAL CORPORATION**

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation) (Commission File Number)

1-6033

36-2675207 (I.R.S. Employer Identification No.)

1200 East Algonquin Road, Elk Grove Township, Illinois 60007 (Address of principal executive offices)

(847) 700-4000

(Registrant's telephone number, including area code)

Not Applicable (Former name or former address, if changed since last report)

Item 5.	<b>Other Events</b>	

None

#### Item 7. **Financial Statements and Exhibits.**

- (c) Exhibits Description
  - 99.1 Amended Monthly Operating Report of UAL Corporation for the period May 1, 2003, through May 31, 2003

### **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.

## UAL CORPORATION

By:/s/ M. Lynn HughittName:M. Lynn HughittTitle:Vice President and Controller

Dated: July 1, 2003

## MONTHLY OPERATING REPORT FOR THE PERIOD MAY 1, 2003 THROUGH MAY 31, 2003 <sup>1</sup>

1 The information contained in the Debtors, monthly operating report (the "MOR") is unaudited, is limited to the Debtors and their filing subsidiaries, is limited to the time period indicated and is presented in a format prescribed by the bankruptcy court. The MOR does not purport to represent financial statements prepared in accordance with GAAP nor is it intended to fully reconcile to the financial statements filed by UAL Corporation or United Air Lines, Inc. with the Securities and Exchange Commission. Additionally, while every effort has been made to assure its accuracy and completeness, errors or omissions may have inadvertently occurred and the Debtors reserve the right to amend their MOR as necessary.

UAL CORPORATION <u>ET AL.</u> DEBTORS CHAPTER 11 CASE NUMBERS : 02-48191 through 02-48218 Jointly Administered Hon. Eugene R. Wedoff

#### MONTHLY OPERATING REPORT FOR THE PERIOD MAY 1, 2003 THROUGH MAY 31, 2003

DEBTOR'S ADDRESS:	UAL Corporation
	1200 East Algonquin Road
	Elk Grove Township, IL 60007

DEBTOR'S ATTORNEYS:	James H. M. Sprayregen, P.C. (ARDC No. 6190206) Marc Kieselstein (ARDC No. 6199255)
	David R. Seligman (ARDC No. 0238064)
	KIRKLAND & ELLIS
	200 East Randolph Street
	Chicago, IL 60601
	(312) 861-2000 (telephone)
	(312) 861-2200 (facsimile)
	Counsel for the Debtors and Debtors In Possession

REPORT PREPARER: UAL Corporation et al

I declare under penalty of perjury that the information contained in this monthly operating report (including attached schedules) is true and correct to the best of my knowledge, information and belief.

Dated: 6/27/03 DEBTOR-IN-POSSESSION

Print Name/Title:

Signature:

Address:

1200 East Algonquin Road Elk Grove Township, IL 60007

Phone:

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- II. UAL Corporation, <u>et al.</u> Unaudited Financial Statements
  - A. Condensed Consolidating Statement of Operations (Discloses only filing entities)
  - B. Statements of Consolidated Financial Position (Form 10Q to be filed by August 15, 2003)

Exhibit 99.1

- C. Statements of Consolidated Cash Flows (Form 10Q to be filed by August 15, 2003)
- III. Summary of Cash Receipts and Cash Disbursements
  - A. Unaudited Consolidated Receipt Summary
  - B. Unaudited Disbursements by Legal Filing Entity and Summary
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- E. Professional Fee Payments
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- G. Bank Accounts and Financial Institution Relationships

V. Tax Questionnaire

## UAL Corporation, et al. -Filing Entities

	Legal Filing Entity	Reporting Structure
1	UAL Corporation	X-1
2	United Air Lines, Inc.	X-1
3	UAL Company Services, Inc.	X-1
4	UAL Loyalty Services, Inc.	X-1
5	Confetti Inc.	X-4
6	Mileage Plus Holdings, Inc.	X-4
7	Mileage Plus Marketing, Inc.	X-6
8	MyPoints.com, Inc.	X-4
9	Cybergold, Inc.	X-8
10	iTarget.com, Inc.	X-8
11	MyPoints Offline Services, Inc.	X-8
12	UAL Benefits Management Inc.	X-1
13	United BizJet Holdings, Inc.	X-1
14	BizJet Charter, Inc.	X-13
15	BizJet Fractional, Inc.	X-13
16	BizJet Services, Inc.	X-13
17	Kion Leasing, Inc.	X-2
18	Premier Meeting and Travel Services, Inc.	X-2
19	United Aviation Fuels Corporation	X-2
20	United Cogen, Inc.	X-2
21	Mileage Plus, Inc.	X-2
22	United GHS, Inc.	X-2
23	United Worldwide Corporation	X-2
24	United Vacations, Inc.	X-2
25	Four Star Leasing, Inc.	X-1
26	Air Wis Services, Inc.	X-1
27	Air Wisconsin, Inc.	X-26
28	Domicile Management Services, Inc.	X-26

### UAL CORPORATION AND SUBSIDIARY COMPANIES (filing entities only) CONDENSED CONSOLIDATING STATEMENT OF OPERATIONS

## FOR THE MONTH ENDED MAY 31, 2003

(\$ amounts in 000's)

#### UAL CONSOLIDATING

Total operating revenues

Total operating expenses

Earnings (loss) from operations

1,128,589

1,283,564 (154,975)

Non-operating income (expenses): Net interest expense				(44,090)
Reorganization items				(36,480)
Emergency Wartime Supplemental Appropriations Act As Other income (expenses), net:	ssistan	ce		300,232 <u>(412)</u>
Total non-operating income				219,250
(expenses):				
Earnings (loss) before income taxes				<u>64,275</u>
Total tax provision (credit)				-
Net earnings (loss)				<u>64,275</u>
CASE NAME: UAL Corporation et al.		CASE NUMBERS : 02-48191 th	rough 02-48218	
Filed Entities of UAL Corporation <sup>1</sup>				
SUMMARY OF CASH RECEIPTS AND CASH DISBURSEMENTS				
For The Period Ending MAY 31, 2003			(Amounts in US dollar \$)	
BEGINNING BALANCE (ending balance April 30th 2003)				
Operating Accounts - DOM			\$20,223,061	
Operating Accounts - INT London Overnight Investment Balance			\$15,903,768 \$2,794,225	
Liquidity Pool			\$988,372,161	
Restricted Cash <sup>2</sup>			\$650,957,662	
Subsidiaries: a. Mileage Plus, Inc.			\$238,807	
b. Premier Meeting and Travel Services, Inc.			\$505,209	
c. MyPoints.com, Inc.			\$22,374,519	
<ul> <li>d. Domicile Management Services, Inc.</li> <li>e. UAL Loyalty Services, Inc.</li> </ul>			\$199,477 \$909,779	
f. United Aviation Fuel Corporation			\$1,584,048	
TOTAL BEGINNING BALANCE			\$1,704,062,717	
RECEIPTS (Summary of all domestic and international bank accounts):				
1. Receipts from operations (net of Intercompany receipts)		\$1,303,071,725		
2. Other receipts <sup>3</sup>		\$357,106,900		
TOTAL RECEIPTS	(A)	\$1,660,178,625		
DISBURSEMENTS (Summary of all accounts):				
1. Net payroll <sup>4</sup> a. Officers		\$809,050		
b. Non-Officer		\$809,050 \$195,429,544		
<ol> <li>Taxes paid or deposited:</li> <li>a. Federal Income Tax and FICA withholdings</li> </ol>		\$95,671,706		
b. State income tax w/held		\$11,055,996		
c. State sales or use tax d. Other <sup>5</sup>		\$142,211 \$108,522,933		
3. Necessary Operational Disbursements <sup>6</sup>				
a. Operating Disbursements (net of Intercompany		\$785,286,543		
disbursements) b. Transferred to escrows / restricted cash		1,680,623		
c. Other necessary expenses		\$0		
TOTAL DISBURSEMENTS	(B)	\$1,198,598,606		
NET RECEIPTS (Line (A) less Line (B))			\$461,580,019	
ENDING BALANCE (BEGINNING BALANCE PLUS NET RECEIPTS)	Ē		\$2,165,642,736	
Bank One Overnight Investment Account (month over month change) <sup>7</sup>			(\$5,772,379)	
TOTAL ENDING BALANCE <sup>8</sup>			\$2,159,870,357	
Check				

## Check

ENDING BALANCE (as of May 31st) Operating Accounts - DOM

Operating Accounts - INT	\$25,206,124
London Overnight Investment	\$1,885,195
Liquidity Pool	\$1,427,685,602
Restricted Cash <sup>2</sup>	\$659,395,307
Subsidiaries:	
Mileage Plus, Inc.	\$546,694
Premier Meeting and Travel Services, Inc.	\$644,149
MyPoints.com, Inc.	\$21,795,902
Domicile Management Services, Inc.	\$264,621
UAL Loyalty Services, Inc.	\$823,772
United Aviation Fuel Corporation	\$5,934,296
TOTAL ENDING BALANCE	\$2,159,870,357

1 See Page 4 for a list of the 28 filing entities.

2 Restricted cash does not include \$200 million held in a Tax Trust Escrow nor restricted cash amounts associated with any non-filing entities. See Schedule C of this report for a description of the Tax Trust Escrow.

3 Includes Emergency Wartime Supplemental Appropriations Act funding of approximately \$300 million, aircraft sales and other asset sales.

4 Includes information for domestic entities only.

5 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax,

state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

6 Includes certain aircraft financing payments for the month of May (2003). These payments are highlighted in Schedule D of this report.

7 Account used to invest excess funds on a daily basis that are not transferred to liquidity pool.

8 Ending cash balance does not include \$200 million held in a Tax Trust Escrow. See Schedule C of this report for a description of

the Tax Trust Escrow.

ENTITY:	RECEIPT SUMMARY <sup>1</sup>	BANK ACCTS:	See Schedule F for list of bank accounts	
RECEIPT SOURCE	DESCRIPTION			AMOUNT
Domestic Operational Receipts	BANK ONE / JP MORO ACTIVITY	GAN CHASE		1,338,669,208
Domestic Operational Receipts		NON BANK MORGAN CHA		3,374,347
International Operational Receipts		ICE (LESS) ENDING BALAN	CE	67,566,570
		PLUS NE REPATRIAT		
Total Operational Receipts	TOTAL DOMEST	IC AND INTERNATIONAL A	CTIVITY	1,409,610,125 (A)
Other Non-Operationa Receipts <sup>3</sup>	A SEE FOOTNOTE E	BELOW		357,106,900 (B)
Less, Non-filing entities	NONE FOR THIS P	ERIOD		0
	GROS	SS RECEIPTS (tie to bank nents)		1,766,717,025
		US) TRANSFERS FROM OTH DUNTS / ENTITIES	IER	106,538,400 (D)
	NET F	RECEIPTS		\$1,660,178,625
Forward to MOR Summary:				
Receipts from operation Intercompany receipts	ons (net of s)			1,303,071,725 (A-D)
Other receipts				357,106,900 (B) \$1,660,178,625

Services, Inc., Mileage Plus, Inc., United Aviation Fuels Corporation, UAL Loyalty Services, Inc. and Domicile Management Services, Inc. 2 Accounts for net repatriation to the liquidity pool in the amount of

\$57,982,727.

2 Includes net activity related to the London overnight investment account, interest income, aircraft and other asset sales, local station bank activity,

transfers to restricted cash and Emergency Wartime Supplemental Appropriations Act funding of approximately \$300 million.

ENTITY:	LIQUIDITY POOL <sup>1</sup>	ACCTS: Bank One Acct. #51-67795
		(see schedule F for details)

RECEIPT SOURCE	DESCRIPTION	AMOUNT
Domestic Operational Receipts	BANK ONE / JP MORGAN CHASE ACTIVITY	1,194,226,319
Domestic Operational Receipts	NON BANK ONE / JP MORGAN CHASE ACTIVITY	-
Total Non-Bank One Receipts		-
International Operational Receipts	BEG BALANCE (LESS) ENDING BALANCE PLUS NET REPATRIATION	\$67,285,082
Total Operational Receipts	TOTAL DOMESTIC AND INTERNATIONAL ACTIVITY	1,261,511,402
Other Non-Operational Receipts <sup>2</sup>	SEE FOOTNOTE BELOW	\$357,078,860
Less, Non-filing entities	NONE FOR THIS PERIOD	-

GROSS RECEIPTS	1,618,590,262
UAL UAL Loyalty Services, Inc. UAL Company Services, Inc.	100,000
Confetti Inc.	-
MyPoints.com, Inc.	-
Cybergold, Inc.	-
iTarget.com, Inc. MyPoints Offline Services,	-
Inc.	-
UAL Benefits Management, Inc.	-
United BizJet Holdings, Inc.	-
United BizJet Charter, Inc.	-
United BizJet Fractional, Inc.	-
United BizJet Services, Inc.	-
Kion Leasing, Inc.	-
Premier Meeting and Travel Services, Inc.	106,850
United Aviation Fuels Corporation	74,305,000
United Cogen, Inc.	-
Mileage Plus, Inc.	85,084
United GHS, Inc.	-
United Worldwide Corporation	-
United Vacations, Inc.	-
Four Star Leasing, Inc.	-
Air Wisconsin Services, Inc.	-
Air Wisconsin , Inc.	-
Domicile Management Services, Inc.	-
(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES	74,596,934

1 Includes receipt activity for all filing entities of UAL Corporation (refer to page 4) except those receipts collected by MyPoints.com, Inc., Premier Meeting

& Travel Services, Inc. Mileage Plus, Inc., United Aviation Fuels Corporation, UAL Loyalty Services, Inc. and Domicile Management Services, Inc. in

operating bank accounts outside

of the Liquidity Pool.

2 Includes net activity related to the London overnight investment account, interest income, aircraft and other asset sales,

local station bank activity,

transfers to restricted cash and Emergency Wartime Supplemental Appropriations Act funding of approximately 300 million.

			Fleet Bank # 55157711
			Wells Fargo #449-6837055, 10765100
	MYPOINTS.COM, INC.	BANK	Silicon Valley Bank #3300066117, 3300042163
ENTITY:	AND SUBSIDIARIES <sup>1</sup>	ACCTS:	Silicon Valley Bank #3700276606
			(see schedule F for details)

RECEIPT SOURCE	DESCRIPTION		AMOUNT
Domestic Operational Receipts	BANK ONE / JP MOR CHASE ACTIVITY		-
Domestic Operational Receipts		NON BANK ONE / JP MORGAN CHASE ACTIVITY (see above for accounts)	1,774,347
			-
Total Non-Bank One Receipts			1,774,347
International Operational Receipts	BEG BALANCI	E (LESS) ENDING BALANCE	-
Total Operational Receipts	TOTAL DOMESTIC	AND INTERNATIONAL ACTIVITY	1,774,347
Other Non-Operational Receipts	INCLUDES INTEREST OF ASSET		19,078
Less, Non-filing entities	NONE FOR THIS PERIOD		-
		GROSS RECEIPTS (tie to bank statement)	1,793,425
		(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES	-

NET RECEIPTS

BANK STATEMENT RECONCILIATION:	
Beginning Balance	\$22,374,519
Receipts	1,793,425
Disbursments	(2,372,042)
Reconciled Ending Balance	\$21,795,902
Reported Ending Balance	\$21,795,902
Difference	\$0

1 Includes receipt activity for Cybergold, Inc., iTarget.com, Inc., MyPoints Offline Services, Inc.

	PREMIER MEETING & TRAVEL	BANK
ENTITY:	SERVICES, INC.	ACCTS: Bank One 55-78531
		(see schedule F for details)

1,793,425

Domestic Operational Receipts	BANK ONE / JP MORGAN C ACTIVITY	CHASE	452,982
Domestic Operational Receipts	NON BANK ONE / JP MC	DRGAN CHASE ACTIVITY	-
			-
Total Non-Bank One Receipts			-
International Operational Receipts	BEG BALANCE (LES	S) ENDING BALANCE	-
Total Operational Receipts	TOTAL DOMESTIC AND II	NTERNATIONAL ACTIVITY	452,982
Other Non-Operational Receipts	INCLUDES INTEREST INCO ASSET SALE		214
Less, Non-filing entities	NONE FOR THIS PERIOD		-
		SS RECEIPTS (tie to statement)	453,196
		JS) TRANSFERS FROM OTHER JUNTS / ENTITIES	-
	NET		453,196
	RECE	IPTS	
BANK STATEMENT RECONCILIATION: Beginning Balance Receipts Disbursments Reconciled Ending Balance	\$505,209 453,196 (314,256) \$644,149		
Reported Ending Balance	\$644,149		
Difference	\$0		
		BANK	
ENTITY:	MILEAGE PLUS, INC.	ACCTS: SHORE BANK #17331100/17 (see schedule F for details)	331200/17511000
RECEIPT SOURCE	DESCRIPTION		AMOUNT
Domestic Operational Receipts	BANK ONE / JP MORGAN ACTIVITY	CHASE	
Domestic Operational Receipts	SH	ORE BANK	1,600,000
			-
Total Non-Bank One Receipts			1,600,000
International Operational Receipts	BEG BALANCE (I		
Total Operational		LESS) ENDING BALANCE	
Total Operational Receipts	TOTAL DOMESTIC AN	ID INTERNATIONAL ACTIVITY	1,600,000
	TOTAL DOMESTIC AN INCLUDES INTEREST INCC OF ASSET SALE	ND INTERNATIONAL ACTIVITY	1,600,000 6,247
Receipts Other Non-Operational	INCLUDES INTEREST INCC	ND INTERNATIONAL ACTIVITY	
Receipts Other Non-Operational Receipts	INCLUDES INTEREST INCO OF ASSET SALE NONE FOR THIS PERIOD GROSS I	ND INTERNATIONAL ACTIVITY DME, PROCEEDS S, etc. RECEIPTS (tie to	
Receipts Other Non-Operational Receipts	INCLUDES INTEREST INCC OF ASSET SALE NONE FOR THIS PERIOD GROSS I bank stat	ND INTERNATIONAL ACTIVITY DME, PROCEEDS S, etc. RECEIPTS (tie to	6,247

BANK STATEMENT					
RECONCILIATION:	<b>*</b> 200 007				
Beginning Balance	\$238,807				
Receipts	1,606,247				
Disbursments	(1,298,360)				
Reconciled Ending Balance	\$546,694				
Bulance					
Reported Ending Balan	ce \$546,694				
Difference	\$0				
Difference	φu				
	UNITED AVIATION FUELS	BANK	(		
ENTITY:	CORPORATION	ACCT	S:	NORTHERN TRUST ACCT. 792705	
				(see schedule F for details)	
RECEIPT SOURCE	DESCRIPTION				AMOUNT
Domestic Operational	BANK ONE / JP MO				136,356,982
Receipts	ACTIVI	ΓY			
Domestic Operational		NORTHERN TRUST CO		ANY	_
Receipts					
					-
					-
					-
Total Non-Bank One Receipts					-
Receipts					
International Operation	al BEG	BALANCE (LESS) ENDI	ING B	BALANCE	-
Receipts					
Total Operational	TOTAL D	OMESTIC AND INTERNA	ATION	NAL ACTIVITY	136,356,982
Receipts					
Other Non-Operational		T INCOME, PROCEEDS	OE		_
Receipts		SALES, etc.	01		
Less, Non-filing entities	NONE FOR THIS				-
	I ERIOD				
		GROSS RECEIPTS (tie	to ba	nk	136,356,982
		statement)			
					22,470,000
		(Provide detail	FRUN	M OTHER ACCOUNTS / ENTITIES	22,470,000
		above)			
		,			
		NET RECEIPTS			113,886,982
					,
BANK STATEMENT					
RECONCILIATION:					
Beginning Balance	1,584,048				
Receipts	136,356,982				
	(100,000,704)				

RECONCIED (HOR).				
Beginning Balance	1,584,048			
Receipts	136,356,982			
Disbursments	(132,006,734)			
Reconciled Ending Balance	\$5,934,296			
Reported Ending Balance	\$5,934,296			
Difference	\$0			
ENTITY:	UAL LOYALTY SERVICES, INC.	BANK ACCTS:	BANK ONE ACCT. 11-01955, 11-02250, 10-61639, 11-33545 (see schedule F for details)	
RECEIPT SOURCE	DESCRIPTION			AMOUNT
Domestic Operational Receipts	BANK ONE / JP MORGAN CHAS ACTIVITY	E		7,632,924

Domestic Operational Receipts	NON BANK ONE / JP MORGAN CHASE ACTIVITY	-
		-
Total Non-Bank One Receipts		-
International Operationa Receipts	al BEG BALANCE (LESS) ENDING BALANCE	-
Total Operational Receipts	TOTAL DOMESTIC AND INTERNATIONAL ACTIVITY	7,632,924
Other Non-Operational Receipts	INCLUDES INTEREST INCOME, PROCEEDS OF ASSET SALES, etc.	-
Less, Non-filing entities	NONE FOR THIS PERIOD	-
	GROSS RECEIPTS (tie to bank statement)	7,632,924
	(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES	7,589,978
	NET RECEIPTS	42,946
BANK STATEMENT RECONCILIATION: Beginning Balance Receipts Disbursments Reconciled Ending Balance	\$909,779 7,632,924 (7,718,931) \$823,772	
Reported Ending Balance	\$823,772	
Difference	\$0	
ENTITY:	BANK DOMICILE MGMT SERVICES, ACCTS: Citibank #0-157487-016 INC.	
	(see schedule F for details)	
RECEIPT SOURCE	DESCRIPTION	AMOUNT
Domestic Operational Receipts	BANK ONE / JP MORGAN CHASE ACTIVITY	-
Domestic Operational Receipts	CITIBANK	-
		-
Total Non-Bank One Receipts		-
International Operational Receipts	BEG BALANCE (LESS) ENDING BALANCE	281,488
Total Operational Receipts	TOTAL DOMESTIC AND INTERNATIONAL ACTIVITY	281,488
Other Non- Operational Receipts	INCLUDES INTEREST INCOME, PROCEEDS OF ASSET SALES, etc.	2,501
Less, Non-filing entities	NONE FOR THIS PERIOD	-
	GROSS RECEIPTS (tie to bank statement)	283,989

(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES

281,488

NET RECEIPTS

	STATEMENT					
Beginni Balance		19	9,477			
Receipt		28	3,989			
Disburs	sments	(21	8,845)			
Recond		\$26	4,621			
Ending	Balance					
Reporte Ending Balance		\$26	4,621			
Differer	nce		\$0			
				BANK		
ENTITY	Y:	DISBURSEMEN 1	NT SUMMARY	ACCTS: See Schedule F for list of ba accounts	ank	
BY AP	O DISBURSEN	IENT TYPE				
(based	on Cleared C	heck Date):		NOTES:	AMOUNT:	
XXX	PAYROLL OFFICER				809,050 (	(A)
ххх		ION-OFFICER			195,429,544 (	(В)
04	AVIATION FUEL <sup>2</sup>			(SEE FUEL SUMMARY BELOW)	257,954,021	
06	CATERING			,	24,849,606	
03	RECURRIN	G			21,193,844	
01	RENT GENERAL F	PAVARI ES			461,809,554	
L7	INSURANC				51,770,118	
18	LANDING				20,150,381	
xxx	FEES OTHER				54,097,420	
		EXCLUDING			891,824,943 (	(C)
	PAYROLL					
			GROSS DISBUR bank statement)	SEMENTS (tie to	1,088,063,538	
			(MINUS )TRANSF ACCOUNTS / EN		106,538,400 (	(D)
			TAXES:			
			a. Federal Income withholdings	Tax and FICA	95,671,706	
			<ul> <li>b. State income ta w/held</li> </ul>	х	11,055,996	
			c. State sales or u tax	se	142,211	
			d. Other <sup>3</sup>		108,522,933	
			TOTAL TAXES		215,392,846 (	(E)
			NET MONTHLY DISBURSEMENT	s	\$ 1,196,917,983	
Forwar Summa	rd to MOR ary:					
	s Payroll				809,050 (	(A)
	fficer Payroll				195,429,544 (	
Taxes	any Operation	al Disbursomente (	loss		215,392,846 (	
	mpany transfer	al Disbursements ( ˈs)	1622		785,286,543 (	ͺυ−L
1 Incluc	des disbursemen	t activity for all film	ng entities of UAL		\$ 1,196,917,983	
Corpora	ation (refer to pa	ıge 4).				
2 Fuel S	Summary:					

2,501

2 Fuel Summary: UAFC Fuel 132,006,734 Disbursements United Fuel 125,947,287 Disbursements Total Fuel 257,954,021 Disbursements Less: Intercompany (96,775,000) Transfers Fuel Disbursements \$ 161,179,021 3 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax,

state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY	:	UAL CORPORATION <sup>1</sup>		BANK ACCTS:	See Schedule F for list of bank accounts		
	DISBURSEME			NOTES:		AMOUNT:	
ххх	PAYROLL OFFICER			Payroll o United A	disbursed through hirlines		
XXX	PAYROLL NC	N-OFFICER					
04	AVIATION FUEL						
06	CATERING						
03	RECURRING RENT						
01	GENERAL PA	AYABLES <sup>1</sup>					
17	INSURANCE						
18	LANDING FEES						
xxx	OTHER						
	SUBTOTAL E	XCLUDING PAYROLL					
			GROSS DISBU to bank statem		TS (tie		
			(MINUS )TRAN ACCOUNTS / E		O OTHER		
			TAXES:				
			a. Federal Incon withholdings	ne Tax an	d FICA		
			b. State income w/held	tax			
			c. State sales or	r use tax			
			d. Other <sup>2</sup>				
			TOTAL TAXES				
			NET MONTHLY DISBURSEMEN				

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103,548

103,548

103,548

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103,548

1 Includes expenses incurred by members of the Board of Directors.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment ,

tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

		BANK
ENTITY:	UNITED AIRLINES, INC. <sup>1</sup>	ACCTS: See Schedule F for list of bank accounts

## BY APO DISBURSEMENT TYPE

(based	on Cleared Check Date):	NOTES:	AMOUNT:	
xxx xxx	PAYROLL OFFICER PAYROLL NON-		809, 194,501,	
04	OFFICER AVIATION FUEL	(Includes intercompany transfer to UAFC, see below)	125,947,	287
06	CATERING		24,849,	606
03	RECURRING RENT		21,193,	844
01	GENERAL PAYABLES		454,039,	954
17	INSURANCE		51,770,	118
18	LANDING FEES		20,150,	381

#### SUBTOTAL EXCLUDING PAYROLL

54,097,420

752,048,609

GROSS DISBURSEMENTS (tie to bank statement)	947,359,039
(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES	
MyPoints.com, Inc.	-
Premier Meeting and Travel Services, Inc.	-
Mileage Plus, Inc.	1,600,000
United Aviation Fuels Corporation	22,470,000
UAL Loyalty Services, Inc.	7,589,978
Domicile Management Services, Inc.	281,488
TOTAL TRANSFERS TO OTHER ACCOUNTS / ENTITIES	31,941,466
TAXES:	
a. Federal Income Tax and FICA withholdings	95,097,190
b. State income tax w/held	11,031,723
c. State sales or use tax	141,950
d. Other (specify) 3	105,518,552
TOTAL TAXES	211,789,415

#### NET MONTHLY \$ 1,127,206,988 DISBURSEMENTS

1 Includes activity for United Airlines, Inc., UAL Company Services, Inc., United GHS, Inc., UAL Benefits Management, Inc. and Air Wisconsin, Inc.

2 Includes corporate volume agreements (APO8), maintenance (APO 9), crew housing (APO 11), damaged bags (APO 12), GSA's (APO14),

group deposits (APO 15), tour payables (APO 16), lost baggage claims (APO 19), ORD JJ (APO 21), passenger facility charges (APO 22), cargo claims

(APO 23), property work orders (APO 24), travel agency incentives (APO 25), back end commissions (APO 26), cargo correspondence (APO 29), employee

travel expenses (APO 45), DIP fees and interest, 401K, pilot directed account plan and sick leave trust payments.

3 Includes US Federal fuel tax, transportation tax, transportation security fess, personal property tax, excise tax, liquor tax, unemployment tax,

state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

		BANK	BANK ONE ACCT. 11-01955, 11-02250, 10-61639,
ENTITY:	UAL LOYALTY SERVICES, INC <sup>1</sup>	ACCTS:	11-33545
			(see schedule F for

#### (see schedule F for details)

## BY APO DISBURSEMENT TYPE (based on Cleared Check Date):

AMOUNT:

ххх	PAYROLL OFFICER	Payroll disbursed through - United Airlines -
ххх	PAYROLL NON- OFFICER	
04	AVIATION FUEL	
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES <sup>3</sup>	4,718,931
17	INSURANCE	
18	LANDING FEES	
ххх	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	4,718,931

NOTES:

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES	100,000
TAXES:	
a. Federal Income Tax and FICA withholdings	-
b. State income tax w/held	-
c. State sales or use tax	-
d. Other <sup>2</sup>	3,000,000
TOTAL TAXES	3,000,000
NET MONTHLY DISBURSEMENTS	\$ 7,618,931

1 Includes disbursement activity for Confetti, Inc., Mileage Plus Holdings, Inc. and Mileage Plus Marketing, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax,

unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of

Agriculture. 3 General Payables include the following:

Bank One	966,540
Get There (united.com Booking)	583,270

						BANK					
ENTITY:		MILEAGE	PLUS HO	LDINGS, I	NC <sup>1</sup>	ACCTS:	See acco	Schedı ounts	ule F fo	or list of bank	
				]							
BY APO	DISBURSEMENT	TYPE		1			i —	i —	i —		
(based o	on Cleared Check	Date):		1		NOTES:	1			]	AMOUNT:
(											
ххх	PAYROLL OFFICI	ER									-
ххх	PAYROLL NON-C	FFICER									-
04	AVIATION FUEL										
06	CATERING										
03	RECURRING RE	NT									-
01	GENERAL PAYAE	BLES									-
17	INSURANCE										
18	LANDING FEES			1							-
xxx	OTHER						i —	i	i		-
	SUBTOTAL EXCL	UDING PA	YROLL								-
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					DISBUR	SEMENTS nt)	(tie				-
						ERS TO O					
				ACCOU	NTS / EN	TITIES		k 11			-
				TAXES:						]	
					al Income	Tax and FI					
				b. State	income						-
				tax w/he							
				use tax d. Other	2						
				TOTAL 1							
				NET MC		s					
				i						j <u></u>	
							]	]			
	sement activity cond		-	-						<u> </u>	
	es US Federal fuel taz yment tax,	k, transporta	tion tax, trai	nsportation	security f	ess, persona	l prop	erty tax,	excise t	ax, liquor tax,	

state & cit Departme	tate & city tax and quarterly payments made to the INS, US Custom Fees and epartment of Agriculture.														
							BANK								
ENTITY:	]	MILEAGE PL		MAR		IG. INC	ACCTS	See	Sche	dule	F for	listo	of		
		1							k acco						
BY APO I													_		
	n Cleared Check		_		=		NOTES	:	╣──	<b></b>  -		╢──		AMOUNT:	
xxx	PAYROLL OFF							<u> </u>							-
xxx	PAYROLL NON	N-OFFICER						┦───							-
04	AVIATION							╣───		-i					
	FUEL							<u> </u>							
06								┦───					_		-
03 01								┨					_		-
17	INSURANCE									<u> </u>			_		
18													_		
xxx	OTHER									—  -		╎──	_		
	SUBTOTAL EX	CLUDING													-
				GRC	SS DI	SBURS	EMENTS	(tie to				Ī			-
				bank	state	ement)							_		
												i —			
				(MIN ACC	US )T OUNT	RANSFE 'S / ENT	ERS TO C	DTHER	2						-
				TAXE											
		a. Federal Income Tax and F withholdings					Tax and F	ICA							-
					ate inc	come tax									-
					ate sa	les or									-
				d. Ot					╧				_		
					AL TAX	VES							_		
															-
					MON										
				DISE	BURSE		;								-
1 Disburse	ement activity con	ducted through	UAI	L Loy	alty Se	rvices,		╎──	╡┝─			╎──			
Inc.	-	-			-										
2 Includes	US Federal fuel to	ax, transportatio	on ta	x, trar	isporta	tion secu	rity fess, p	ersona	l prope	erty ta	ax, ex	cise ta	ax, l	liquor tax, unem	ployment tax,
	y tax and quarter	rly payments n	nade	e to th	e INS	US Cus	tom Fees	and							
Departme	nt of Agriculture.	]					1			=					
		]					BAI	١K							
ENTITY:		CONFETTI, I	NC	1			AC	CTS:	11			F fo	r lis	st of bank	
<u> </u>		][			<u> </u>				acco	ounts	s 				
				╧											
BY APO I	DISBURSEMEN										╞				
	n Cleared Check				í —			TES:			╡				AMOUNT:
		]			i										
	PAYROLL OFFIC														-
xxx	PAYROLL NON-			╧	<u> </u>										-
04	AVIATION FUEL														-
	CATERING	]													
03	RECURRING RE	ENT													-
	GENERAL PAYA	BLES													-
	INSURANCE														
18	LANDING FEES														-
	OTHER	<u> </u>							j	i —					-

<del> </del>											
11	SUBTOTAL EXCLU	DING PAYROLL					i —				-
				СРОСС		SEMENTS	(#:0				
				to bank	statemer	seivieivii s ht)	(lie				-
				(MINUS	)TRANSF	ERS TO O	THER				-
				ACCOU			1				
				TAXES:							
				a. ⊢eder withholdi	al Income ings	Tax and FI	CA				-
				b. State							
				tax w/he	ld						-
				c. State :	sales or		i —				-
				use tax							
				d. Other	2						-
				TOTAL T							
				NET MO							-
	<u> </u>			DISBUR	SEMENT	S	<u> </u>			L	
									$\square$		
1 Dishure	sement activity conduct	ed through IIAI I	 .07/2	Ity Servic	es Inc		1		$\vdash$	ι	
								<u> </u>	<u> </u>		
	es US Federal fuel tax, t	ransportation tax,	tran	sportation	security f	ees, persona	I prop	erty tax,	excise t	ax, liquor tax,	
	yment tax,								<u> </u>		
state & c	ity tax and quarterly p	ayments made to	o th	e INS, US	Custom	Fees and					
Departm	ent of Agriculture.	· · · · · · · · · · · · · · · · · · ·		<del>ر</del>			1		$\square$	L	
						BANK					
ENTITY:		UAL COMPANY	r Se	ERVICES	, INC. <sup>1</sup>	ACCTS:			le F fo	r list of bank	
							acco	unts			
ΒΥ ΑΡΟ	DISBURSEMENT TY	'PE									
(based o	on Cleared Check Da	te):				NOTES:					AMOUNT:
ххх	PAYROLL OFFICER										-
ххх	PAYROLL NON-OFF	ICER									-
04	AVIATION FUEL										
04 06	AVIATION FUEL										
06	CATERING										
06 03 01	CATERING RECURRING RENT GENERAL PAYABLE										
06 03 01 17	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE										
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES										
06 03 01 17	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE										
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES									
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES	ES									
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES									
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES									
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES									
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES		Image: Constraint of the second se							
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES		Image: Constraint of the second se							
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES		to bank	statemer	<b>it)</b>					
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES		to bank	statemer	<b>it)</b>					
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES		to bank (MINUS ACCOUI	statemer	<b>it)</b>					
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES		to bank (MINUS ACCOUI TAXES:	statemer	nt) ERS TO O TITIES	THER				
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES		to bank (MINUS ACCOUI TAXES: a. Feder	statemer )TRANSF NTS / EN al Income	<b>it)</b>	THER				
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES		to bank (MINUS ACCOUI TAXES: a. Feder withholdi	statemer )TRANSF NTS / EN' L al Income ings	nt) ERS TO O TITIES	THER				
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES		to bank (MINUS ACCOUI TAXES: a. Feder withholdi b. State	statemer )TRANSF NTS / EN al Income ings income	nt) ERS TO O TITIES	THER				
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES		to bank (MINUS ACCOUI TAXES: a. Feder withhold b. State tax w/he	statemer )TRANSF NTS / EN' al Income ings income Id	nt) ERS TO O TITIES	THER				
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES		to bank (MINUS ACCOUI TAXES: a. Feder withholdi b. State tax w/he c. State	statemer )TRANSF NTS / EN' al Income ings income Id	nt) ERS TO O TITIES	THER				
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES		to bank (MINUS ACCOUI TAXES: a. Feder withholdi b. State tax w/he c. State suse tax	statemer )TRANSF NTS / EN al Income ings income Id sales or	nt) ERS TO O TITIES	THER				
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES		to bank (MINUS ACCOUI TAXES: a. Feder withholdi b. State tax w/he c. State s use tax d. Other	statemer )TRANSF NTS / EN' al Income ings income Id sales or 2	nt) ERS TO O TITIES	THER				
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES		to bank (MINUS ACCOUI TAXES: a. Feder withholdi b. State tax w/he c. State suse tax	statemer )TRANSF NTS / EN' al Income ings income Id sales or 2	nt) ERS TO O TITIES	THER				
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES		to bank (MINUS ACCOUI TAXES: a. Feder withholdi b. State tax w/he c. State s use tax d. Other	statemer )TRANSF NTS / EN' al Income ings income Id sales or 2	nt) ERS TO O TITIES	THER				
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES		to bank (MINUS ACCOUI TAXES: a. Feder withholdi b. State tax w/hel c. State s use tax d. Other TOTAL T	statemer )TRANSF NTS / EN' )TRANSF NTS / EN' al Income ings income Id sales or 2 'AXES	nt) ERS TO O TITIES	THER				
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES		to bank (MINUS ACCOUI TAXES: a. Feder withholdi b. State tax w/hei c. State use tax d. Other TOTAL T	statemer )TRANSF NTS / EN' )TRANSF NTS / EN' al Income ings income Id sales or 2 'AXES	tt) ERS TO O TITIES Tax and FI Tax and FI	THER				
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES		to bank (MINUS ACCOUI TAXES: a. Feder withholdi b. State tax w/hei c. State use tax d. Other TOTAL T	statemer )TRANSF NTS / EN )TRANSF NTS / EN al Income ings income Id sales or 2 7 AXES	tt) ERS TO O TITIES Tax and FI Tax and FI	THER				
06 03 01 17 18	CATERING RECURRING RENT GENERAL PAYABLE INSURANCE LANDING FEES OTHER	ES		to bank (MINUS ACCOUI TAXES: a. Feder withholdi b. State tax w/hei c. State use tax d. Other TOTAL T	statemer )TRANSF NTS / EN )TRANSF NTS / EN al Income ings income Id sales or 2 7 AXES	tt) ERS TO O TITIES Tax and FI Tax and FI	THER				

1 Disburs Inc.	ement activity conducted th	hroug	gh United Airline	s,							
2 Include unemploy	s US Federal fuel tax, trans ment tax,	porta	ition tax, transpo	rtation sec	urity	y fees, pers	onal pro	operty ta	x, excis	e tax, liquo	r tax,
	ity tax and quarterly payment of Agriculture.	nents	s made to the IN	IS, US Cι	usto	m Fees ar	nd				
							Fleet # 551	Bank 57711			
							Wells 10765	Fargo 100	#449-6	837055,	
		MY INC	POINTS.COM, C.			BANK	Silico #3300	n Valle <u>:</u> 066117	y Bank ', 33000	042163	
ENTITY:		AN	ID IBSIDIARIES <sup>1</sup>			ACCTS:		n Valle #37002			
							(see s details	chedule	e F for		
BY APO				i							
	on Cleared Check Date):					NOTES:					AMOUNT:
ххх	PAYROLL OFFICER										
XXX	PAYROLL NON-OFFICE	R									
04	AVIATION FUEL			i	i –		i —	i —	İ		
06	CATERING										
03	RECURRING RENT										
01	GENERAL PAYABLES										1,725,790
17	INSURANCE										
18	LANDING FEES										
ххх	OTHER										
	SUBTOTAL EXCLUDING	G PA	NROLL								1,725,790
				GROSS bank st	DIS	SBURSEM ment)	IENTS	(tie to			2,026,042
				(MINUS ACCOU	)TF NTS	RANSFER: S / ENTITI	S TO O ES	THER			
				TAXES:							
				a. Feder withhold		ncome Tax s	and F				346,000
				b. State w/held	inco	ome tax					
				c. State tax	sale	es or use					
				d. Other	2						
				TOTAL TAXES							346,000
				NET MC			11				\$ 2,372,042
				i							
	s disbursement activity for	Cybe	ergold, Inc., iTarg	IL get.com, Ir	ı∟ ıc., l	MyPoints C	Dffline				
Services, 2 Include	s US Federal fuel tax, trans	porta	ition tax, transpo	rtation sec	urity	y fees, pers	onal pro	pertv ta	x, excis	e tax, liquo	r
tax, unem	ployment tax,	_						<u></u> ,	1	, . <u>.</u>	
state & c Departm	ity tax and quarterly payment of Agriculture.	nents	s made to the IN	IS, US Cι	isto	m Fees ar	nd				

Fleet Bank # 55157711 Wells Fargo #449-6837055, 10765100 BANK Silicon Valley Bank #3300066117, 3300042163 ACCTS: Silicon Valley Bank #3700276606 (see schedule F for details)

ENTITY: CYBERGOLD, INC. <sup>1</sup>

(base	ed on Cleared Check Date):	NOTES:	AMOUNT:					
xxx xxx	PAYROLL OFFICER PAYROLL NON-OFFICER		-					
04 06 03 01 17 18 xxx	AVIATION FUEL CATERING RECURRING RENT GENERAL PAYABLES INSURANCE LANDING FEES OTHER							
	SUBTOTAL EXCLUDING PAYI	NING PAYROLL						
		GROSS DISBURSEMENTS (tie to bank statement)	-					
		(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES	-					
		TAXES: a. Federal Income Tax and FICA withholdings b. State income tax w/held c. State sales or use tax d. Other <sup>2</sup> TOTAL TAXES	- - - -					

### NET MONTHLY DISBURSEMENTS

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1 Disbursement activity conducted through MyPoints.com, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax,

state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

			Fleet Bank
		BANK	Silicon Valley Bank #3300066117, 3300042163
ENTITY:	ITARGET.COM, INC. <sup>1</sup>	ACCTS:	Silicon Valley Bank #3700276606
			(see schedule F for details)

	PO DISBURSEMENT TYPE ed on Cleared Check Date):	NOTES:	AMOUNT:
xxx xxx	PAYROLL OFFICER PAYROLL NON-OFFICER		-
04 06	AVIATION FUEL CATERING		-
03 01 17	RECURRING RENT GENERAL PAYABLES INSURANCE		-
18 xxx	LANDING FEES OTHER		-
	SUBTOTAL EXCLUDING PA	AYROLL	-
		GROSS DISBURSEMENTS (tie to bank statement)	-
		(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES	-
		TAXES: a. Federal Income Tax and FICA withholdings b. State income tax w/held	-
		c. State sales or use tax	-
		d. Other <sup>2</sup> TOTAL TAXES	-
		IUIAL IAAES	-
		NET MONTHLY DISBURSEMENTS	-

1 Disbursement activity conducted through MyPoints.com, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax,

state & city tax and quarterly payments made to the INS, US Custom Fees

ENTI	ſY:	MYPOINTS OF	FLINE SERVICES, INC.	BANK ACCTS:	Fleet Bank # 55157711 Wells Fargo #449-6837055, 107 Silicon Valley Bank #33000661 3300042163 Silicon Valley Bank #370027660 (see schedule F for details)	17,		
	PO DISBURSE d on Cleared			NOTES:		AMOUNT:		
xxx xxx	PAYROLL OF PAYROLL NO	FICER DN-OFFICER				-		
04 06 03 01 17 18 xxx	AVIATION FU CATERING RECURRING GENERAL P, INSURANCE LANDING FE OTHER SUBTOTAL E	G RENT AYABLES	'ROLL			-		
			GROSS DISBURSEM	ENTS (tie	to bank statement)	-		
			(MINUS )TRANSFERS	S TO OTHER ACCOUNTS / ENTITIES				
			TAXES: a. Federal Income Tax b. State income tax w/l c. State sales or use ta d. Other <sup>2</sup> TOTAL TAXES	neld	withholdings	- - -		
			NET MONTHLY DISB	JRSEME	NTS	-		
1 Dist	oursement activi	ity conducted through	1gh MvPoints.com, Inc.					

1 Disbursement activity conducted through MyPoints.com, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax,

state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

BANK

## ENTITY: UAL BENEFITS MANAGEMENT, INC.<sup>1</sup> ACCTS: List Accounts per attached list

(see schedule F for details)

BY APO DISBURSEMENT TYPE (based on Cleared Check Date):		NOTES:	AMOUNT:		
xxx xxx	PAYROLL OFFICER PAYROLL NON-OFFICER		-		
04 06 03 01 17 18 xxx	AVIATION FUEL CATERING RECURRING RENT GENERAL PAYABLES INSURANCE LANDING FEES OTHER				
	SUBTOTAL EXCLUDING PAYROLL				
	GROSS DISBURSEMENTS (tie to bank statement)	-			
		(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES	-		
		TAXES: a. Federal Income Tax and FICA withholdings	-		

		c. d.	State income tax w/held State sales or use tax Other <sup>2</sup> DTAL TAXES			- - -
		N	ET MONTHLY DISBURS	EMENTS		-
2 Inclu liquor t state &	des US Federal ax, unemploym	fuel tax, transportation ent tax, uarterly payments r	United Airlines, Inc. on tax, transportation secur nade to the INS, US Cust		property tax, excise tax,	
ENTIT	Y:	UNITED BIZJET H	IOLDINGS, INC. <sup>1</sup>	BANK ACCTS:	Bank One #10-96072 (see schedule F for de	tails)
	O DISBURSEI I on Cleared C			NOTES:		AMOUNT:
xxx xxx	PAYROLL OF PAYROLL NO					
04 06 03 01 17 18 xxx	AVIATION FU CATERING RECURRING GENERAL PA INSURANCE LANDING FEI OTHER	RENT YABLES				
	SUBTOTAL E	XCLUDING PAYRO	DLL			
			GROSS DISBURSE	MENTS (tie to	bank statement)	
			(MINUS )TRANSFE	RS TO OTHER	ACCOUNTS / ENTITIES	
			TAXES: a. Federal Income T b. State income tax c. State sales or use d. Other <sup>2</sup> TOTAL TAXES	w/held	hholdings	
			NET MONTHLY DIS	BURSEMENTS		
2 Inclu		-	Fractional, Inc., BizJet Cha on tax, transportation secur		LJet Services, Inc. property tax, excise tax, liquor ta	х,

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state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTI	TY:	BIZJET CHARTER, INC. <sup>1</sup>	BAN ACC	IK CTS: List Accounts per (see schedule F fo	
(base	e on Cleared	l Check Date):	NO	TES:	AMOUNT:
ххх	PAYROLL C	OFFICER			-
ххх	PAYROLL	NON-OFFICER			-
04	AVIATION F	-UEL			-
06	CATERING				-
03	RECURRIN	IG RENT			-
01	GENERAL	PAYABLES			-
17	INSURANC	E			-
18	LANDING F	EES			-
XXX	OTHER				-
	SUBTOTAL	EXCLUDING PAYROLL			-

GROSS DISBURSEMENTS (tie to bank statement)	-
(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES	-
TAXES:	
a. Federal Income Tax and FICA withholdings	-
b. State income tax w/held	-
c. State sales or use tax	-
d. Other <sup>2</sup>	-
TOTAL TAXES	-
NET MONTHLY DISBURSEMENTS	-

1 Disbursement activity conducted through United BizJet Holdings, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax,

state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTIT	Y: BIZJET FRACT	'IONAL, INC. <sup>1</sup>	BANK ACCTS:	List Accounts per attached list (see schedule F for details)		
	PO DISBURSEMENT TYPE d on Cleared Check Date):		NOTES:		AMOUNT:	
xxx xxx	PAYROLL OFFICER PAYROLL NON-OFFICER				-	
04 06 03 01 17 18 xxx	AVIATION FUEL CATERING RECURRING RENT GENERAL PAYABLES INSURANCE LANDING FEES OTHER				- - - -	
	SUBTOTAL EXCLUDING PA	YROLL			-	
		GROSS DISBURSEM	ENTS (tie	to bank statement)	-	
		(MINUS)TRANSFERS	S TO OTH	ER ACCOUNTS / ENTITIES	-	
		TAXES: a. Federal Income Tax and FICA withholdings b. State income tax w/held c. State sales or use tax d. Other <sup>2</sup> TOTAL TAXES				
		NET MONTHLY DISB	URSEME	NTS	-	
1 Disb	ursement activity conducted three	ugh United BizJet Holdin	gs, Inc.			

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax,

state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

AVIATION FUEL

RECURRING RENT

CATERING

04 06

03

ENTIT	Ϋ́:	BIZJET SERVICES,	INC. <sup>1</sup>	BANK ACCTS:	List Accounts per attached list (see schedule F for details)	
BY APO DISBURSEMENT TYPE (based on Cleared Check Date):			NOTES:		AMOUNT:	
xxx xxx	PAYROLL O PAYROLL N	FFICER ON-OFFICER				

-

-

-

GENERAL PAYABLES INSURANCE LANDING FEES OTHER		-
SUBTOTAL EXCLUDING PA	/ROLL	-
	GROSS DISBURSEMENTS (tie to bank statement)	-
	(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES	-
	TAXES: a. Federal Income Tax and FICA withholdings b. State income tax w/held c. State sales or use tax d. Other <sup>2</sup> TOTAL TAXES	- - -

NET MONTHLY DISBURSEMENTS

\_

1 Disbursement activity conducted through United BizJet Holdings, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax, state & city tax and quarterly payments made to the INS\_LIS\_Custom Eees and

state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

		BANK	
ENTIT	Y: KION LEASING, INC. <sup>1</sup>	ACCTS:	List Accounts per attached list
			(see schedule F for details)
	O DISBURSEMENT TYPE d on Cleared Check Date):	NOTES:	AMOUN
ххх	PAYROLL OFFICER		roll disbursed through United - nes
ххх	PAYROLL NON-OFFICER		
04 06 03 01 17 18 xxx	AVIATION FUEL CATERING RECURRING RENT GENERAL PAYABLES INSURANCE LANDING FEES OTHER		
	SUBTOTAL EXCLUDING PAYROLL		
		GROSS DISBURSEMEN bank statement)	TS (tie to
		(MINUS )TRANSFERS T ACCOUNTS / ENTITIES	O OTHER
		TAXES: a. Federal Income Tax ar withholdings b. State income tax w/he c. State sales or use tax d. Other <sup>2</sup> TOTAL TAXES	
		NET MONTHLY DISBURSEMENTS	

1 Approximated from Income Statement for the month ended May 31, 2003.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax,

state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY:	TRAVEL SERVICES, INC.		ACCTS:	Bank One 5578531 (see schedule F for details)	
	RSEMENT TYPE red Check Date):		NOTES:		AMOUNT:
xxx Payroll xxx Payroll	OFFICER NON-OFFICER		Payroll disbur	sed through United Airlines	-
	G NG RENT - PAYABLES <sup>2</sup> CE				- - 314,256 - -
SUBTOTA	L EXCLUDING PAYROLL				314,256
		GROSS stateme		NTS (tie to bank	314,256
			)TRANSFERS T NTS / ENTITIES		106,850
		b. State i	ncome tax w/he sales or use tax 1	nd FICA withholdings Id	- - -
			SEMENTS		\$ 207,406

1 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax,

state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

2 General Payables include the following:

United Salaries \$81,531 Washington Speakers Bureau \$48,060

ENTI	TY:	UNITED AVIATION FU CORPORATION	ELS	BANK ACCTS:	NORTHERN TRUST ACCT. 792705 (see schedule F for details)	
		SEMENT TYPE d Check Date):		NOTES:		AMOUNT:
xxx xxx	PAYROLL C PAYROLL N	OFFICER ION-OFFICER		Payroll disbu	irsed through United Airlines	-
04 06 03 01 17 18 xxx	AVIATION F CATERING RECURRIN GENERAL F INSURANC LANDING F OTHER SUBTOTAL	G RENT PAYABLES E				132,006,734 - - - - - 132,006,734
			GROSS DISBURSEMENTS (tie to bank statement)		132,006,734	
			(MINUS )TRANS ACCOUNTS / E		THER	74,305,000
			TAXES: a. Federal Incon b. State income		CA withholdings	-

TOTAL TAXES	-
	-
c. State sales or use tax d. Other <sup>1</sup>	-

1 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax,

BANK

state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

				DANK			
	ENTI	TY: UNITED COGEN , IN	IC.	ACCTS:	List Accounts per attached list		
					(see schedule F for details)		
	BY A	PO DISBURSEMENT TYPE					
	(base Date)	ed on Cleared Check ):		NOTES:		AMOUNT:	
	xxx xxx	PAYROLL OFFICER PAYROLL NON-OFFICER		Payroll disb	ursed through United Airlines	-	
	04 06	AVIATION FUEL				-	
	06	CATERING RECURRING RENT				-	
	01	GENERAL PAYABLES				274,911	
	17	INSURANCE				-	
	18 xxx	LANDING FEES OTHER				-	
		SUBTOTAL EXCLUDING PAYROL	1			274,911	
						214,311	
				GROSS DISBURSEMENTS (tie to bank			
			statement)	RSEMENTS		274,911	
			(MINUS )TRANS	SFERS TO O	THER	-	
			ÀCCOUNTS / E				
			TAXES:				
			a. Federal Incon		CA withholdings	-	
			<ul> <li>b. State income</li> <li>c. State sales or</li> </ul>			-	
			d. Other <sup>1</sup>	use iux		-	
			TOTAL TAXES			-	
						274,911	

DISBURSEMENTS

1 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax,

BANK

state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTI	TY:	FOUR STAR LEASING, INC. <sup>1</sup>	ACCTS:	List Accounts per attached list	
				(see schedule F for details)	
BY A	PO DISBURSEMENT TY	PE			
(base	ed on Cleared Check Da	te):	NOTES:		AMOUNT:
ххх	PAYROLL OFFICER				-
ххх	PAYROLL NON-OFFICI	ER			-
04	AVIATION FUEL				-
06	CATERING				-
03	RECURRING RENT				-
01	GENERAL PAYABLES				-
17	INSURANCE				-
18	LANDING FEES				-
xxx	OTHER				-

SUBTOTAL EXCLUDING PAYROLL

GROSS DISBURSEMENTS (tie to bank statement)	-
(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES	-
TAXES:	
a. Federal Income Tax and FICA withholdings	-
b. State income tax w/held	-
c. State sales or use tax	-
d. Other <sup>2</sup>	-
TOTAL TAXES	-
NET MONTHLY DISBURSEMENTS	-

-

1 Approximated from Income Statement for the month ended May 31, 2003.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax,

state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTI	TY: AIR WISCONSIN, INC.	1	BANK ACCTS:	See Schedule F for Details	
	PO DISBURSEMENT TYPE ed on Cleared Check Date):		NOTES:		AMOUNT:
xxx xxx	PAYROLL OFFICER PAYROLL NON-OFFICER				-
04 06 03 01 17 18 xxx	AVIATION FUEL CATERING RECURRING RENT GENERAL PAYABLES INSURANCE LANDING FEES OTHER				- - 302 - -
	SUBTOTAL EXCLUDING PAYROLL				302
		GROSS DISBL statement)	JRSEMENTS	(tie to bank	302
		(MINUS )TRAN ENTITIES	ISFERS TO O	THER ACCOUNTS /	-
		TAXES: a. Federal Inco b. State income c. State sales o d. Other <sup>2</sup> TOTAL TAXES	e tax w/held	CA withholdings	- - - -
			Y DISBURSEN	MENTS	302

1 Disbursement activity conducted through United Airlines, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax,

unemployment tax, state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

BANK ACCTS:

List Accounts per attached list (see schedule F for details)

(base	d on Cleared Check Date):	NOTES:	AMOUNT:	
xxx xxx	PAYROLL OFFICER PAYROLL NON-OFFICER			-
04 06 03 01 17 18 xxx	AVIATION FUEL CATERING RECURRING RENT GENERAL PAYABLES INSURANCE LANDING FEES OTHER SUBTOTAL EXCLUDING PAYROLL			-
		GROSS DISBURSEMENTS (tie to bank statement)		-
		(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES		-
		TAXES: a. Federal Income Tax and FICA withholdings b. State income tax w/held c. State sales or use tax d. Other <sup>2</sup> TOTAL TAXES		- - -
		NET MONTHLY DISBURSEMENTS		-

1 Disbursement activity conducted through Air Wisconsin, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax,

state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTI	TY:	FOUR STAR LEASING, INC. <sup>1</sup>	BANK ACCTS:	List Accounts per attached list (see schedule F for details)	
	PO DISBURSEMENT T		NOTES:		AMOUNT:
XXX XXX	PAYROLL OFFICER PAYROLL NON-OFFIC	ER			-
04 06 03 01 17 18 xxx	AVIATION FUEL CATERING RECURRING RENT GENERAL PAYABLES INSURANCE LANDING FEES OTHER SUBTOTAL EXCLUDIN PAYROLL	IG			- - - - -
		GROSS DISBUI	RSEMENTS (tie to b	oank statement)	-
		(MINUS )TRANS	SFERS TO OTHER A	ACCOUNTS / ENTITIES	-
		TAXES: a. Federal Incom b. State income c. State sales or d. Other <sup>2</sup> TOTAL TAXES		nholdings	- - - -
		NET MONTHLY	DISBURSEMENTS		-

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax,

state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTI	TY: AIR WISCONSIN, INC	<u>,</u> 1	BANK ACCTS:	See Schedule F for Details	
	PO DISBURSEMENT TYPE d on Cleared Check Date):		NOTES:		AMOUNT:
xxx xxx	PAYROLL OFFICER PAYROLL NON-OFFICER				-
04 06 03 01 17 18 xxx	AVIATION FUEL CATERING RECURRING RENT GENERAL PAYABLES INSURANCE LANDING FEES OTHER				- - 302 - -
	SUBTOTAL EXCLUDING PAYROLL				302
		GROSS DISBL statement)	IRSEMENTS	(tie to bank	302
		(MINUS )TRAN ENTITIES	ISFERS TO O	THER ACCOUNTS /	-
		TAXES: a. Federal Inco b. State income c. State sales o d. Other <sup>2</sup> TOTAL TAXES	e tax w/held	CA withholdings	- - -
		NET MONTHLY	( DISBURSEN	IENTS	302
1 Disl	oursement activity conducted through Ur	ited Airlines, Inc.			

\_

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax,

state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

		BANK		
ENTI	TY: AIR WISCONSIN SERVICES, INC <sup>1</sup>	ACCTS:	List Accounts per attached list	
			(see schedule F for details)	
BY A	PO DISBURSEMENT TYPE			
(base	ed on Cleared Check Date):	NOTES:	AMO	DUNT:
xxx	PAYROLL OFFICER			
ххх	PAYROLL NON-OFFICER			
04	AVIATION FUEL			
06	CATERING			
03	RECURRING RENT			
01	GENERAL PAYABLES			
17	INSURANCE			
18	LANDING FEES			
ххх	OTHER			
	SUBTOTAL EXCLUDING PAYROLL			

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES
TAXES:
a. Federal Income Tax and FICA withholdings
b. State income tax w/held
c. State sales or use tax
d. Other <sup>2</sup>
TOTAL TAXES

#### NET MONTHLY DISBURSEMENTS

1 Disbursement activity conducted through Air Wisconsin, Inc.

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax,

state & city tax and quarterly payments made to the INS, US Custom Fees and Department of Agriculture.

ENTITY:

ENTT	ſ.	DOMICILE MGMT	BANK	
		SERVICES, INC.	ACCTS: Citibank #	0-157487-016
	O DISBURSEMENT TYPE I on Cleared Check Date)		NOTES:	AMOUNT:
xxx xxx	PAYROLL OFFICER PAYROLL NON-OFFICE	R		- 9,310
04 06 03 01 17 18 xxx	AVIATION FUEL CATERING RECURRING RENT GENERAL PAYABLES <sup>1</sup> INSURANCE LANDING FEES OTHER SUBTOTAL EXCLUDING PAYROLL	3		- - 209,295 - - - 209,295
		GROSS DISBURSEMENTS ( statement)	(tie to bank	218,605
		(MINUS )TRANSFERS TO O / ENTITIES	THER ACCOUNTS	-
		TAXES: a. Federal Income Tax and FI withholdings b. State income tax w/held	CA	
		c. State sales or use tax		240
		d. Other <sup>2</sup>		-
		TOTAL TAXES		240
		NET MONTHLY DISBURSEN	IENTS	\$ 218,845
1 Prima	ary drivers of the general pay	ables are the following:		
	Narita Excel Hotel Tokyo			
	Ryoso Grand Transportation	\$30,414		

2 Includes US Federal fuel tax, transportation tax, transportation security fees, personal property tax, excise tax, liquor tax, unemployment tax,

state & city tax, quarterly payments made to the INS, and US Custom Fees and Department of Agriculture.

SCHEDULE A and B -Payments to Insiders and Insurance

## **Insurance**

The undersigned verifies that, to the best of my knowledge, all insurance premiums for the policies held by all legal entities of UAL Corporation have been paid to the proper insurance company or broker when due, and that all insurance

policies are in force as of April 30, 2003

Signature

Print Name and Title

Date

#### <u>Insider</u> Payments

The undersigned verifies that, all payments made to insiders, as defined in 11 U.S.C. Section 101 of the U.S. Bankruptcy Code, during the reporting period have been made in the ordinary course of business or in accordance with the provisions of an Order entered by the U.S. Bankruptcy Court.

Signature

Print Name and Title

Date

### **SCHEDULE C - Description of Tax Trusts**

#### Escrow Accounts

The Debtors have created an escrow account to ensure that adequate funds are available to pay outstanding fiduciary tax obligations owed to the federal government as well as state and local jurisdictions in the event that the Debtors cease operations. These trust funds are described below.

Escrow Fund

This escrow fund was established with LaSalle Bank on November 29, 2002 and funded on December 5, 2002 with an initial funding of \$200

million to account for the estimated tax liability of UAL Corporation, UAL Loyalty Services, Inc., Confetti, Inc., Mileage Plus Holdings, Inc.,

Mileage Plus Marketing, Inc., MyPoints.com, Inc., Cybergold, Inc., itarget.com, Inc., MyPoints Offline Services, Inc., UAL Company Services, Inc.,

Four Star Leasing, Inc., Air Wisconsin Services, Inc., Air Wisconsin, Inc., Domicile Management Services, Inc., UAL Benefits Management, Inc.,

United BizJet Holdings, Inc., BizJet Charter, Inc., BizJet Fractional, Inc., BizJet Services, Inc., United Air Lines, Inc., Kion Leasing, Inc., Premier

Meeting and Travel Services, Inc., United Aviation Fuel Corporation, United Cogen, Inc., Mileage Plus, Inc., United GHS, Inc., United

Worldwide Corporation, and United Vacations, Inc. No subsequent funding or payments are made from the escrow account.

The components of the Escrow fund:

w Federal payroll withholding taxes, FICA (employee portion), and Medicare;

w Federal air transportation excise taxes;

w Federal security charges;

w Federal Animal and Plan Health Inspection Service of the U.S. Department of Agriculture ("APHIS");

w Federal Immigration and Naturalization Service (INS) fees

w Federal customs fees;

w State and local income tax withholding;

w Disability taxes;

w Passenger facility charges ("PFC");

w State sales and use taxes;

 $\ensuremath{\mathbf{w}}$  Federal and state fuel taxes

## SCHEDULE D - Payments to Secured Creditors and Lessors

PK AIR FINANCE EXPORT DEVELOPMENT CANADA	ADMIN FEES	5/29/03 5/30/03	281,115.97 1.497.289.31
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	5/29/03	6,460,763.36
NELADEFF US BANK	AIRCRAFT	5/29/03	840,000.00
HELADEFE	AIRCRAFT	5/28/03	334,594.00
WELLS FARGO BANK NORTHWEST, N.A. WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	5/28/03	2,978,999.46 600,000.00
US BANK WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	5/27/03 5/27/03	33,518,499.67
JP MORGAN CHASE BANK	AIRCRAFT	5/22/03	100,000.00
	AIRCRAFT	5/22/03	1,596,876.63
WELLS FARGO BANK NORTHWEST, N.A. HELIOS LEASE	AIRCRAFT	5/20/03	229,583.89
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	5/19/03	7,008,111.59
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	5/15/03	5,000,000.00
WESTDEUTSCHE LANDESBANK GIROZCENTRALE	AIRCRAFT	5/9/03	879,127.34
	AIRCRAFT	5/9/03	500,000.00
WILMINGTON TRUST COMPANY	AIRCRAFT	5/8/03	130,000.00
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	5/8/03	80,000.00
US BANK	AIRCRAFT	5/8/03	1,200,000.00
JP MORGAN CHASE BANK	AIRCRAFT	5/8/03	340,000.00
IAE	AIRCRAFT	5/8/03	1,620,000.00
CORPORATE TRUST SERVICES	AIRCRAFT	5/8/03	80,000.00
US BANK	AIRCRAFT	5/5/03	150,000.00
Wachovia Trust Company, NA	AIRCRAFT	5/2/03	65,000.00
CREDIT LYONNAIS TOKYO	AIRCRAFT	5/1/03	543,714.94

#### SCHEDULE E -Professional Payments

#### 1

PROFESSIONAL GROUP	MONTH AMOUNT AUTHORIZED	Month Amount Paid
Babcock & Brown	250,000.00	250,000.00
Bain & Company	500,000.00	500,000.00
Huron Consulting Group LLC	379,229.01	379,229.01
Kirkland & Ellis	3,183,660.03	3,183,660.03
KPMG LLP	1,108,313.40	1,108,313.40
McKinsey & Co	1,468,775.19	1,468,775.19
Paul Hastings	188,115.16	188,115.16
Piper Rudnick LLP	303,340.14	303,340.14
Poorman-Douglas	591,277.31	591,277.31
Corporation		
Rothschild, Inc.	402,430.09	402,430.09
Saybrook Capital	1,237,500.94	1,237,500.94
Sonnenschein Nath & Rosenthal	1,166,885.74	1,166,885.74
Vedder Price	1,019,712.52	1,019,712.52
Wilmer, Cutler and Pickering	98,961.36	98,961.36
Uniform Creditors Committee	15,388.57	15,388.57

 $1\,$  Professionals, for the purpose of this report, are defined as those who have filed a Professional Retention with the Federal Bankruptcy

Court and whom are subject to the Interim Compensation Motion. All professional fees and expenses incurred in May have been accrued and reported on the Debtor's Balance Sheet. In instances in which fee applications have been received and the associated

payments have been made, the accrual has been adjusted and the actual activity has been reflected in the Debtor's Accounts Payable.

# SCHEDULE F - Accounts Receivable and Accounts Payable Schedule

STATEMENT OF AGED RECEIVABLES						
		Tie -out		Filed	Non-Filed	
			A/R	Entities	Entities	
Beginning of month balance <sup>1</sup>	\$937,409,257		\$966,328,453	\$963,904,578	\$2,423,875	
Add: sales on account	\$1,399,698,864					
Less: collections	<mark>(\$1,365,384,484)</mark>					
Less: Write-offs and	(\$7,819,059)					

Clearing						
End of month balance	\$963,904,578					
		0 - 30 Days <sup>2</sup>	31 - 60 Days <sup>2</sup>	61 - 90 Days <sup>2</sup>	Over 90 Days <sup>2</sup>	End of Month Total
		\$842,452,601	\$52,050,847	\$32,772,756	\$36,628,374	\$963,904,578
1 Includes accruals for unproce period.	essed sales for which t	he Debtor has not s	ent an invoice during	g the reporting		
2 Accounts receivable aging ba	sed on a 1 month histo	orical percentage.				
STATEMENT OF ACCOUNT (POST PETITION)	S PAYABLE					
Consolidated Filing Entities		Tie -out	Consol.	Filed	Non-Filed	
			A/P	Entities	Entities	
Beginning of month balance <sup>1</sup>	\$205,635,269		\$215,066,428	\$212,402,167	\$2,664,261	
Add: credit extended	\$1,030,783,195					
Less: payments on account	\$1,024,016,297					
End of month balance	\$212,402,167					

 \$212,084,634
 \$109,687
 \$207,846
 \$0
 \$212,402,167

 1 Includes accruals for goods and services received for which the Debtor has not yet received an invoice during the reporting period.

31 - 60 Days <sup>2</sup>

Over 90 Days

2

61 - 90 Days <sup>2</sup>

End of Month

Total

2 All trade payables over 30 days old are available upon request.

## SCHEDULE G - Bank Accounts and Financial Institution Relationships

The Debtors' businesses and financial affairs require the collection, disbursement and movement of funds through numerous bank accounts.

0 - 30 Days

In addition to the 177 domestic bank accounts, the Debtor operates 107 accounts in approximately 47 countries around the world. A list of the Debtor's bank accounts is

detailed below:

(\*denotes new account or closed account for this monthly operating report as compared to prior monthly operating report)

#### DOMESTIC BANK ACCOUNTS

Financial Institution	Account Location	Acct #
1ST SOURCE BANK	South Bend, IN	n/a
AMSOUTH BANK	Birmingham, AL	n/a
AMSOUTH BANK	Knoxville, TN	n/a
ASSOCIATED BANK -WI	Madison, WI	n/a
BANK OF AMERICA	North Charleston, SC	n/a
BANK OF AMERICA	Baltimore, MD	n/a
BANK OF AMERICA	Savannah, GA	n/a
BANK OF AMERICA	Greenville, SC	n/a
BANK OF AMERICA	Richmond, VA	n/a
BANK OF AMERICA	Greensboro, NC	n/a
BANK OF AMERICA	Wichita, KS	n/a
BANK OF AMERICA	Springfield, MO	n/a
BANK OF AMERICA	Kansas City, MO	n/a
BANK OF AMERICA	Portland, OR	n/a
BANK OF AMERICA	Austin, TX	n/a
BANK OF AMERICA	San Antonio, TX	n/a
BANK OF AMERICA	San Francisco, CA	n/a
BANK OF AMERICA	San Francisco, CA	n/a
BANK OF AMERICA	San Francisco, CA	n/a
BANK OF AMERICA	San Francisco, CA	n/a
BANK OF AMERICA CALIF PZ	San Francisco, CA	n/a
Bank of America PZ-CA	DeKalb, Ga	n/a
BANK OF AMERICA SFOTK	San Francisco, CA	n/a

BANK OF AMERICA -SILVER	San Francisco, CA	n/a
WINGS BANK OF AMERICA	Seattle, WA	n/a
WASHINGTON BANK OF HAWAII	Honolulu, HI	n/a
BANK OF ILLINOIS (Air Wisconsin)	Normal, IL	n/a
BANK OF NEW YORK BANK OF NEW YORK	New York, NY White Plains, NY	n/a n/a
BANK OF OKLAHOMA	Tulsa, OK	n/a
BANK OF THE WEST BANK ONE	San Jose, Ca Chicago, IL (Miami	n/a n/a
BANK ONE	Cluster) Grand Rapids, MI	n/a
BANK ONE (Tickets By Mail)	Detroit, MI	n/a
BANK ONE BANK ONE	Detroit, MI Lexington, KY	n/a n/a
BANK ONE	Chicago, IL	n/a
BANK ONE (AirWisconsin) BANK ONE (CAFETERIA)	Traverse City, MI Chicago, IL	n/a n/a
BANK ONE	Chicago, IL	n/a
BANK ONE BANK ONE	Chicago, IL Chicago, IL	n/a n/a
	Chicago, IL	n/a
BANK ONE INDIANAPOLIS BANK ONE OF OKLAHOMA	Indianapolis, IN Oklahoma City, OK	n/a n/a
CANADIAN IMPERIAL CANANDAIGUA NAT BANK &	Toronto, Ontario Canada	n/a
TRUST	Pittsford, NY	n/a
CAPITAL CITY BANK & TRUST CO	Atlanta, Ga	n/a
CAPITAL SAVINGS BANK Charter One Bank	El Paso, TX Binghamton, NV	n/a
CHASE BANK	Binghamton, NY New York, NY	n/a n/a
CHASE MANHATTAN BANK (FirstBank)	St. Thomas, USVI	n/a
CHASE MANHATTAN BANK	New York, NY (LGA)	n/a
CHITTENDEN TRUST CO CITIBANK	Burlington, VT New York, NY	n/a n/a
CITIBANK	New York, NY	n/a
CITIBANK (EMP WELFARE) CITIBANK, N.A.	New York, NY Jamaica, NY (JFK)	n/a n/a
City National Bank	Charleston, WV	n/a
COMERICA COMERICA (AirWisconsin)	Detroit, MI Lansing, MI	n/a n/a
COMMUNITY BANK OF COLORADO CO	Gunnison, CO	n/a
FIFTH THIRD BANK	Florence, KY	n/a
FIFTH THIRD BANK FIRST BANK OF AVON	Kalamazoo, MI Avon, CO	n/a n/a
FIRST CITIZENS BANK	Raleigh, NC	n/a
FIRST CITIZENS BK-RALEIGH FIRST HAWAIIAN BANK	Charlotte, NC Honolulu, HI	n/a n/a
FIRST MIDWEST BANK	Moline, IL	n/a
FIRST NATIONAL BANK OF ROCKIES	Hayden, CO	n/a
FIRST UNION FIRST UNION BANK	Philadelphia, PA Allentown, PA	n/a
FIRST UNION BANK	Roanoke, VA	n/a n/a
FIRST UNION BANK FIRST UNION BANK	Newark, NJ Newark, NJ	n/a n/a
FIRSTAR BANK	Cedar Rapids, IA	n/a
FIRSTAR BANK FIRSTAR, N.A.	St. Louis, MO Cleveland, OH	n/a n/a
FLEET	Boston, MA	n/a
FLEET BANK FLEET NATIONAL BANK	Manchester, NH Providence, RI	n/a n/a
FREELAND STATE BANK	Freeland, MI	n/a
FVB COLONIAL HARRIS BANK	Richmond, VA Chicago, IL	n/a n/a
HSBC	Buffalo, NY	n/a
JACKSON STATE BANK-WY JP MORGAN CHASE	Jackson Hole, WY New York, NY	n/a n/a
JP MORGAN CHASE	New York, NY	n/a
KEY BANK KEY BANK	Newburgh, NY Dayton, OH	n/a n/a
KEY BANK OF CENTRAL N.Y.	Syracuse, NY	n/a
KEY BANK OF EASTERN N.Y. M & I BANK	Albany, NY Milwaukee, WI	n/a n/a
M & I BANK FOX VALLEY	Appleton, WI	n/a
M & I BANK OF MOSINEE M & I MARSHALL & ILSLEY	Mosinee, WI Green Bay, WI	n/a n/a
M & T BANK	Middletown, PA	n/a
MONTROSE BANK CO NATIONAL CITY	Montrose, CO Columbus, OH	n/a n/a
NATIONAL CITY BANK NATIONAL CITY BANK OF	Pittsburgh, PA Fort Wayne, IN	n/a n/a
INDIANA	-	n/a
NATIONAL CITY BANK OF MI/IL NATIONAL CITY BANK OF MI/IL	Peoria, IL Springfield, IL	n/a n/a
(AW) NORTHERN TRUST	Chicago, IL	n/a
NORTHERN TRUST	Chicago, IL Chicago, IL	n/a
NORTHERN TRUST BANK (WHQ Deposits)	Chicago, IL	n/a
NORTHERN TRUST CO 15 & 16	Chicago, IL	n/a
NORTHERN TRUST CONTROL	Chicago, IL	n/a
NORTHERN TRUST FIELD REFUNDS	Chicago, IL	n/a
NORTHERN TRUST LOCAL DISB PEOPLES HERITAGE	Chicago, IL Portland, ME	n/a n/a
. LO. LLO HENHAUL	. Staara, IIIE	11/01

PNC Bank	Avoca, PA	n/a
PNC Bank	State College, PA	n/a
RIGGS NATIONAL	Washington, DC	n/a
SUN TRUST	Washington, DC	n/a
SUN TRUST BANK	Nashville, TN	n/a
SUN TRUST BANK	Orlando, FL	n/a
THE NORTHERN TRUST	Chicago, IL	n/a
TIDEWATER BANK U.S. BANK OF MINNESOTA	Norfolk, VA	n/a
	Medford, OR	n/a
UNION BANK OF CALIFORNIA	San Diego, CA	n/a
UNIZAN BANK	North Canton, OH	n/a
US Bank	Fargo, ND	n/a
US BANK	Aspen, CO	n/a
US BANK	Rapid City, SD (Mileage Plus)	n/a
US BANK (HELENA, MONTANA)	Billings, MT	n/a
US BANK (MINNESOTA)	Lincoln, NE	n/a
US BANK (MINNESOTA)	Seattle, WA	n/a
WACHOVIA	Chicago, IL	n/a
Wachovia Bank & Trust	Charlottesville, VA	n/a
Wachovia Bank & Trust	Cayce, SC	n/a
WACHOVIA BK & TRST 230 OPER	Chicago, IL	n/a
WACHOVIA BK & TRST 231 PZ	Chicago, IL	n/a
WACHOVIA: "MPI"	Chicago, IL	n/a
WACHOVIA: "OFFICERS"	Chicago, IL	n/a
WACHOVIA: "PREMIER"	Chicago, IL	n/a
WEBSTER BANK	Hartford, CT	n/a
WELLS FARGO	Portland, OR	n/a
WELLS FARGO	Los Angeles, CA	n/a
WELLS FARGO	Seattle, WA	n/a
WELLS FARGO	Grapevine, TX	n/a
WELLS FARGO	Anchorage, AK	n/a
WELLS FARGO BANK	Phoenix, AZ	n/a
WELLS FARGO BANK	Houston, TX	n/a
WELLS FARGO BANK IOWA	Des Moines, IA	n/a
WELLS FARGO BANK N. DAKOTA	Bismarck, ND	n/a
WELLS FARGO BANK S. DAKOTA	Rapid City, SD	n/a
WELLS FARGO BANK WEST	Denver, CO	n/a
WELLS FARGO BANK WEST	Ignacio, Colorado	n/a
WELLS FARGO BANK WEST	Colorado Springs, CO	n/a
WELLS FARGO BANK, N.A.	Boise, ID	n/a
WELLS FARGO BANK, NA	Las Vegas, NV	n/a
WELLS FARGO BANK-NE	Omaha, NE	n/a
WELLS FARGO-LAS VEGAS	Las Vegas, NV	n/a
WELLS FARGO-MINNESOTA	Minneapolis, MN	n/a
WELLS FARGO-NEW MEXICO	Albuquerque, NM	n/a
WELLS FARGO-SOUTH DAKOTA	Sioux Falls, SD	n/a
WESTAMERICA BANK	Suisun, CA	n/a
WHITNEY NATIONAL	New Orleans, LA	n/a
ZIONS BANK:AW	Salt Lake City, UT	n/a

## SCHEDULE G - - Bank Accts and Financial Institution Relationships

## EUROPEAN BANK ACCOUNTS

Financial Institution	Location	Bank Acct #
ABN AMRO	Switzerland	n/a
ABN AMRO	ENGLAND	n/a
ABN AMRO	ENGLAND	n/a
ABN AMRO	ENGLAND	n/a
KREDIETBANK	Belgium	n/a
COMMERZ BANK	Germany	n/a
COMMERZ BANK	Germany	n/a
COMMERZ BANK	Germany	n/a
BANQUE NATIONALE de PARIS	France	n/a
BANQUE NATIONALE de PARIS	France	n/a
BANQUE NATIONALE de PARIS	France	n/a
NATIONAL WESTMINSTER BANK (Royal Bank of Scotland)	England	n/a
NATIONAL WESTMINSTER BANK (Royal Bank of Scotland)	England	n/a
NATIONAL WESTMINSTER BANK (Royal Bank of Scotland)	England	n/a
NATIONAL WESTMINSTER BANK (Royal Bank of Scotland)	England	n/a
BANK OF IRELAND	Ireland	n/a
MONTE DE PASCHI	Italy	n/a
ABN AMRO BANK	Netherlands	n/a

#### ASIA-PACIFIC BANK ACCOUNTS

Financial Institution	Location	Bank Acct #
Financial institution	Location	Dalik ACCL#
AUSTRALIA & NEW ZEALAND BANKING GROUP	Australia	n/a
CHINA CONSTRUCTION BANK	China	n/a
BANK OF CHINA	China	n/a
CHINA CONSTRUCTION BANK	China	n/a
BANK OF CHINA	China	n/a
BANK OF EAST ASIA	Hong Kong	n/a
HONGKONG & SHANGHAI BANK	Hong Kong	n/a

BANK OF EAST ASIA	Hong Kong	n/a
HONGKONG & SHANGHAI BANK	Hong Kong	n/a
CITIBANK	India	n/a
THE BANK OF TOKYO MITSUBISHI	Japan	n/a
THE BANK OF TOKYO MITSUBISHI	Japan	n/a
THE BANK OF TOKYO MITSUBISHI	Japan	n/a
THE BANK OF TOKYO MITSUBISHI	Japan	n/a
THE BANK OF TOKYO MITSUBISHI	Japan	n/a
BANK OF AMERICA	Korea	n/a
KOREA EXCHANGE BANK	Korea	n/a
KOREA EXCHANGE BANK	Korea	n/a
KOREA EXCHANGE BANK	Korea	n/a
BANK OF AMERICA	Korea	n/a
BANK OF AMERICA	Korea	n/a
WESTPAC BANKING CORPORATION	New Zealand	n/a
WESTPAC BANKING CORPORATION	New Zealand	n/a
BANK OF AMERICA	Singapore	n/a
BANK OF AMERICA	Thailand	n/a
CITIBANK	Taiwan	n/a
CITIBANK	Taiwan	n/a
BANK OF AMERICA HONG KONG	Hong Kong	n/a
BANK OF AMERICA HONG KONG	Hong Kong	n/a
BANK OF AMERICA HONG KONG	Hong Kong	n/a
BANK OF AMERICA HONG KONG	Hong Kong	n/a
BANK OF AMERICA HONG KONG	Hong Kong	n/a

## LATIN AMERICA BANK ACCOUNTS

Financial Institution	Location	Bank Acct #
CITIBANK	Argentina	n/a
BANCO DE BOSTON	Argentina	n/a
BANCO DE LA NACION	Argentina	n/a
BANCO RIO DE LA PLATA	Argentina	n/a
CARIBBEAN MERCANTILE BANK	Aruba	n/a
CARIBBEAN MERCANTILE BANK	Aruba	n/a
BANCO SAFRA	Brazil	n/a
BANCO SAFRA	Brazil	n/a
UNIBANCO	Brazil	n/a
BANCO DE BRASIL	Brazil	n/a
BANCO BOSTON	Brazil	n/a
BANCO SAFRA	Brazil	n/a
BANCO SAFRA	Brazil	n/a
BANCO DE CHILE	Chile	n/a
BANCO DE CHILE	Chile	n/a
BANCO DE COSTA RICA	Costa Rica	n/a
BANCO DE COSTA RICA	Costa Rica	n/a
BANCO DE SAN JOSE	Costa Rica	n/a
BANCO DE SAN JOSE	Costa Rica	n/a
BANCO DE OCCIDENTE	Guatemala	n/a
CITIBANK	Guatemala	n/a
BANCA SERFIN	Mexico	n/a
BANCA SERFIN	Mexico	n/a
BANCO CUSCATLAN	El Salvador	n/a
CITIBANK	El Salvador	n/a
SUDAMERIS BANK	Uruguay	n/a
SUDAMERIS BANK	Uruguay	n/a
BANCO MERCANTIL	Venezuela	n/a
BANCO PROVINCIAL	Venezuela	n/a
BANCO MERCANTIL	Venezuela	n/a

## OFFLINE BANK ACCOUNTS

Financial Institution	Location	Bank Acct #
BANCO POPULAR	PUERTO RICO	n/a
CANADIAN INTERNATIONAL BANK OF COMMERCE	CANADA	n/a
CANADIAN INTERNATIONAL BANK OF COMMERCE	CANADA	n/a
CITIBANK	PANAMA	n/a
CITIBANK	PHILIPPINES	n/a
CITIBANK	PHILIPPINES	n/a
CITIBANK	HUNGARY	n/a
PRODUBANCO	ECUADOR	n/a
ISLANDSBANKI	ICELAND	n/a
MERITA BANK	FINLAND	n/a
BANCO POPULAR ESPANOL-ESP	SPAIN	n/a
SKANDINAVISKA	SWEDEN	n/a
SWISS BANK CORP	SWITZERLAND	n/a
BANK AUSTRIA AG	AUSTRIA	n/a
DANSKE BANK	DENMARK	n/a
CHRISTIANA BANK (NORDEA BANK NORGE ASA)	NORWAY	n/a
CREDIT LYONNAIS	VIETNAM	n/a
CAYMAN NATIONAL BANK	BRITISH WI	n/a
NED BANK	SOUTH AFRICA	n/a
BANK HANDLOWY	POLAND	n/a
BANCO COMERCIAL PORTUGAL	PORTUGAL	n/a
BANCO COLPATRIA	COLOMBIA	n/a
BANCO COLPATRIA	COLOMBIA	n/a
CANADIAN INTERNATIONAL BANK OF COMMERCE	CANADA	n/a
BANK OF MONTREAL	CANADA	n/a

## SUBSIDIARY BANK ACCOUNTS

Financial Institution	Country	Bank Acct #
UNITED AVIATION FUELS CORP.		
NOTHERN TRUST BANK	USA	n/a

UNITED WORLDWIDE CORP.		
JP MORGAN CHASE	USA	n/a
MILEAGE PLUS, INC.		
SHORE BANK	USA	n/a
PREMIER MEETING & TRAVEL SERVICES, INC.		
BANK ONE	USA	n/a
BANK ONE	USA	n/a
MY POINTS.COM, INC.		
SILICON VALLEY BANK	USA	n/a
SILICON VALLEY BANK	USA	n/a
SILICON VALLEY BANK	USA	n/a
FLEET BANK	USA	n/a
WELLS CAPITAL MANAGEMENT	USA	n/a
WELLS FARGO BANK	USA	n/a
UAL LOYALTY SERVICES		
BANK ONE	USA	n/a
KION DE MEXICO		
BANCA SERFIN, S.A.	MEXICO	n/a
BANCA SERFIN, S.A.	MEXICO	n/a
CITIBANK	USA	n/a

## TAX QUESTIONNAIRE

Debtors in possession and trustees are required to pay all taxes incurred after the filing of their Chapter 11  $\,$ 

petition as the taxes come due. Please indicate whether the following post-petition taxes have been paid or deposited as they came due.

## () Check here if no employees.

TAX	YES	NO	NOT REQUIRED	WHEN DUE
Federal income tax withholding	х			
FICA withholding	х			
Employer's share FICA	х			
Federal Unemployment Taxes	х			
State Income Tax Withholding	х			
Sales Tax	х			
Other Tax	х			

If any taxes have not been paid when due complete this table:

TAX NOT	AMOUNT	DATE OF LAST PAYMENT
PAID	NOT PAID	

Note: Tax related payments withheld from UAL and its subsidiaries' employee wages are paid to a third party payroll service, Deloitte & Touche LLP., with the exception of Mileage Plus who pays such tax related payments

to Automatic Data Processing.