

**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: August 26, 2004**  
(Date of earliest event reported)

**UAL CORPORATION**  
(Exact name of registrant as specified in its charter)

<b>Delaware</b> (State or other jurisdiction of incorporation)	<b>1-6033</b> (Commission File Number)	<b>36-2675207</b> (I.R.S. Employer Identification No.)
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**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)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the 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 8.01**

**Other Events.**

On August 26, 2004, UAL Corporation filed its monthly operating report for the period July 1, 2004, through July 31, 2004, with the United States Bankruptcy Court for the Northern District of Illinois, Eastern Division in connection with its voluntary petitions for reorganization under Chapter 11 of Title 11 of the United States Bankruptcy Code in Case Nos. 02-48191 through 02-48218. A copy of the monthly operating report is provided hereunder as Exhibit 99.1.

We have also attached as Exhibit 99.2 a press release issued in connection with the filing of the monthly operating report.

**Item 9.01 Financial Statements and Exhibits.**

(c)	Exhibits	Description
	99.1	Monthly Operating Report of UAL Corporation for the period July 1, 2004, through July 31, 2004
	99.2	Press Release

**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/ Paul R. Lovejoy  
Name: Paul R. Lovejoy  
Title: Senior Vice President,  
General Counsel and Secretary

Dated: August 26, 2004

IN RE:  
UAL CORPORATION, ET AL.  
DEBTORS

CHAPTER 11  
CASE NUMBERS : 02-48191 through 02-48218  
Jointly Administered  
Hon. Eugene R. Wedoff

## **MONTHLY OPERATING REPORT FOR THE PERIOD JULY 1, 2004 THROUGH JULY 31, 2004**

<sup>1</sup> 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.

IN RE:  
UAL CORPORATION ET AL.  
DEBTORS

CHAPTER 11  
CASE NUMBERS : 02-48191 through 02-48218  
Jointly Administered  
Hon. Eugene R. Wedoff

**MONTHLY OPERATING REPORT FOR THE PERIOD  
JULY 1, 2004 THROUGH JULY 31, 2004**

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. 6238064)  
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: 8/26/2004 DEBTOR-IN-POSSESSION

Print Name/Title: Frederic F. Brace  
Executive Vice President & Chief Financial Officer

Signature: /s/ Fredieric F. Brace

Address: 1200 East Algonquin Road  
Elk Grove Township, IL 60007

Phone:

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**UAL Corporation, et al. -Filing Entities**

<b>Legal Filing Entity</b>	<b>Reporting Structure</b>
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

CONDENSED CONSOLIDATING STATEMENT OF OPERATIONS <sup>1</sup>  
**FOR THE MONTH ENDED JULY 31, 2004**  
(\$ amounts in 000's)

	UAL CONSOLIDATING
<b>Total operating revenues</b>	1,648,685
<b>Total operating expenses</b>	1,598,092
<b>Earnings (loss) from operations</b>	50,593
<b>Non-operating income (expenses):</b>	
Net interest expense	(29,905)
Other income (expenses), net:	(778)
<b>Total non-operating income (expenses):</b>	(30,683)
<b>Net Earnings (loss) before Reorganization items</b>	19,910
Reorganization items	(14,093)
<b>Net earnings (loss)</b>	<u>5,817</u>

CASE NAME: UAL Corporation et al.

CASE NUMBERS : 02-48191 through 02-48218

**Filed Entities of UAL Corporation <sup>2</sup>**

SUMMARY OF CASH RECEIPTS AND CASH DISBURSEMENTS

**For The Period Ending JULY 31, 2004**

(Amounts in US dollar \$)

BEGINNING BALANCE (ending balance JUNE 30,2004)	
Operating Accounts - DOM	\$24,283,053
Operating Accounts - INT	\$20,657,614
London Overnight Investment Balance	\$1,359,450
Liquidity Pool	\$1,330,878,189
Restricted Cash <sup>3</sup>	\$819,520,420
<i>Subsidiaries:</i>	
a. Mileage Plus, Inc.	\$1,220,984
b. Premier Meeting and Travel Services, Inc.	\$528,384
c. MyPoints.com, Inc.	\$3,228,709
d. Domicile Management Services, Inc.	\$217,340
e. UAL Loyalty Services, Inc.	\$1,194,405
f. United Aviation Fuel Corporation	\$1,811,672
<b>TOTAL BEGINNING BALANCE</b>	<b>\$2,204,900,222</b>
RECEIPTS (Summary of all domestic and international bank accounts):	
1. Receipts from operations <i>(net of Intercompany receipts)</i>	\$1,421,273,031
2. Other receipts	\$1,236,804
<b>TOTAL RECEIPTS</b>	<b>(A) \$1,422,509,836</b>

DISBURSEMENTS (Summary of all accounts):

1. Net payroll <sup>4</sup>

a. Officers		\$1,653,304	
b. Non-Officer		\$231,310,300	
2. Taxes paid or deposited:			
a. Federal Income Tax and FICA withholdings		\$102,034,902	
b. State income tax w/held		\$10,790,081	
c. State sales or use tax		\$102,590	
d. Other <sup>5</sup>		\$127,971,577	
3. Necessary Operational Disbursements <sup>6</sup>			
a. Operating Disbursements ( <i>net of Intercompany disbursements</i> )		\$1,041,494,442	
b. Transferred to escrows / restricted cash		\$0	
c. Debtor-In-Possession Financing Payments		\$60,476,537	
TOTAL DISBURSEMENTS	(B)	\$1,575,833,735	
NET RECEIPTS (Line (A) less Line (B))			(\$153,323,900)
ENDING BALANCE (BEGINNING BALANCE PLUS NET RECEIPTS)			\$2,051,576,322
Bank One Overnight Investment Account (month over month change) <sup>7</sup>			(\$654,641)
TOTAL ENDING BALANCE <sup>8</sup>			\$2,050,921,681

#### Check

ENDING BALANCE (as of JULY 31, 2004)	
Operating Accounts - DOM Bank Balances	\$76,229,023
Operating Accounts - DOM Sweep Account	\$1,123,492
Operating Accounts - DOM	\$77,352,515
Operating Accounts - INT	\$19,951,829
London Overnight Investment	\$1,072,797
Liquidity Pool	\$1,127,890,216
Restricted Cash <sup>3</sup>	\$817,996,254
<i>Subsidiaries:</i>	
Mileage Plus, Inc.	\$846,640
Premier Meeting and Travel Services, Inc.	\$176,297
MyPoints.com, Inc.	\$3,107,713
Domicile Management Services, Inc.	\$226,328
UAL Loyalty Services, Inc.	\$1,584,829
United Aviation Fuel Corporation	\$1,635,321
TOTAL ENDING BALANCE	\$2,051,840,740

1 Pro forma basis, not prepared according to Generally Accepted Accounting Principles, and excludes certain elimination entries and non-cash adjustments.

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

3 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.

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.

6 Includes certain aircraft financing payments for the month of July (2004). 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.





International Operational Receipts	BEG BALANCE (LESS) ENDING BALANCE PLUS NET REPATRIATION	\$102,758,836
Total Operational Receipts	TOTAL DOMESTIC AND INTERNATIONAL ACTIVITY	1,399,737,151
Debtor-In-Possession Financing		-
Other Non-Operational Receipts <sup>2</sup>	SEE FOOTNOTE BELOW	\$1,196,451
Less, Non-filing entities	NONE FOR THIS PERIOD	-

GROSS RECEIPTS	1,400,933,602
UAL	-
UAL Loyalty Services, Inc.	100,000
UAL Company Services, Inc.	-
Confetti Inc.	-
MyPoints.com, Inc.	17,602
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.	116,685
United Aviation Fuels Corporation	20,900,000
United Cogen, Inc.	-
Mileage Plus, Inc.	-
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	21,134,287
NET RECEIPTS	<b>\$1,379,799,315</b>

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.

3 Includes net activity related to the London overnight investment account, interest income, aircraft and other asset sales, local station bank activity, and transfers to restricted cash.

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

RECEIPT SOURCE	DESCRIPTION	AMOUNT
Domestic Operational Receipts	BANK ONE / JP MORGAN CHASE ACTIVITY	
Domestic Operational Receipts	NON BANK ONE / JP MORGAN CHASE ACTIVITY (see above for accounts)	1,848,731
		-
		-
Total Non-Bank One Receipts		1,848,731
International Operational Receipts	BEG BALANCE (LESS) ENDING BALANCE	-
Total Operational Receipts	TOTAL DOMESTIC AND INTERNATIONAL ACTIVITY	1,848,731
Other Non-Operational Receipts	INCLUDES INTEREST INCOME, PROCEEDS OF ASSET SALES, etc.	20,200
Less, Non-filing entities	NONE FOR THIS PERIOD	-
	GROSS RECEIPTS (tie to bank statement)	1,868,931
	(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES	-
	NET RECEIPTS	<b>1,868,931</b>

BANK STATEMENT RECONCILIATION:

Beginning Balance	\$3,228,709
Receipts	1,868,931
Disbursements	(1,989,927)
Reconciled Ending Balance	\$3,107,713
Reported Ending Balance	\$3,107,713
<i>Difference</i>	\$0

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

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

RECEIPT SOURCE	DESCRIPTION	AMOUNT
Domestic Operational Receipts	BANK ONE / JP MORGAN CHASE ACTIVITY	163,843
Domestic Operational Receipts	NON BANK ONE / JP MORGAN CHASE ACTIVITY	-
		-
		-
Total Non-Bank One Receipts		-
International Operational Receipts	BEG BALANCE (LESS) ENDING BALANCE	-
Total Operational Receipts	TOTAL DOMESTIC AND INTERNATIONAL ACTIVITY	163,843

Other Non-Operational Receipts	INCLUDES INTEREST INCOME, PROCEEDS OF ASSET SALES, etc.	91
Less, Non-filing entities	NONE FOR THIS PERIOD	-

GROSS RECEIPTS (tie to bank statement)	163,934
(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES	152,144
<b>NET RECEIPTS</b>	<b>11,790</b>

BANK STATEMENT RECONCILIATION:

Beginning Balance	\$528,384
Receipts	163,934
Disbursements	(516,022)
Reconciled Ending Balance	\$176,297
Reported Ending Balance	\$176,297
<i>Difference</i>	\$0

ENTITY: **MILEAGE PLUS, INC.** BANK ACCTS: **SHORE BANK #17331100/17331200/17511000**  
(see schedule F for details)

RECEIPT SOURCE	DESCRIPTION	AMOUNT
Domestic Operational Receipts	BANK ONE / JP MORGAN CHASE ACTIVITY	-
Domestic Operational Receipts	SHORE BANK	1,900,000
		-
		-
		-
Total Non-Bank One Receipts		1,900,000
International Operational Receipts	BEG BALANCE (LESS) ENDING BALANCE	-
Total Operational Receipts	TOTAL DOMESTIC AND INTERNATIONAL ACTIVITY	1,900,000
Other Non-Operational Receipts	INCLUDES INTEREST INCOME, PROCEEDS OF ASSET SALES, etc.	16,330
Less, Non-filing entities	NONE FOR THIS PERIOD	-
GROSS RECEIPTS (tie to bank statement)		1,916,330
(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES		1,900,000
<b>NET RECEIPTS</b>		<b>16,330</b>

**BANK STATEMENT RECONCILIATION:**

Beginning Balance	\$1,220,984
Receipts	1,916,330
Disbursements	(2,290,673)
Reconciled Ending Balance	\$846,640
Reported Ending Balance	\$846,640
<i>Difference</i>	\$0

ENTITY: **UNITED AVIATION FUELS CORPORATION**      BANK ACCTS: **NORTHERN TRUST ACCT. 792705**  
 (see schedule F for details)

RECEIPT SOURCE	DESCRIPTION	AMOUNT
Domestic Operational Receipts	BANK ONE / JP MORGAN CHASE ACTIVITY	175,747,388
Domestic Operational Receipts	NORTHERN TRUST COMPANY	-
		-
		-
Total Non-Bank One Receipts		-
International Operational Receipts	BEG BALANCE (LESS) ENDING BALANCE	-
Total Operational Receipts	TOTAL DOMESTIC AND INTERNATIONAL ACTIVITY	175,747,388
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)	175,747,388
	(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES (Provide detail above)	135,200,000
	<b>NET RECEIPTS</b>	<b>40,547,388</b>

**BANK STATEMENT RECONCILIATION:**

Beginning Balance	1,811,672
Receipts	175,747,388
Disbursements	(175,923,739)
Reconciled Ending Balance	\$1,635,321
Reported Ending Balance	\$1,635,321
<i>Difference</i>	(\$0)

BANK **BANK ONE ACCT. 11-01955, 11-02250,**

ENTITY: **UAL LOYALTY SERVICES, INC.**

ACCTS: **10-61639, 11-33545**  
(see schedule F for details)

RECEIPT SOURCE	DESCRIPTION	AMOUNT
Domestic Operational Receipts	BANK ONE / JP MORGAN CHASE ACTIVITY	3,841,521
Domestic Operational Receipts	NON BANK ONE / JP MORGAN CHASE ACTIVITY	-
		-
		-
Total Non-Bank One Receipts		-
International Operational Receipts	BEG BALANCE (LESS) ENDING BALANCE	-
Total Operational Receipts	TOTAL DOMESTIC AND INTERNATIONAL ACTIVITY	3,841,521
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)	3,841,521
	(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES	3,841,521
	NET RECEIPTS	-

**BANK STATEMENT RECONCILIATION:**

Beginning Balance	\$1,194,405
Receipts	3,841,521
Disbursements	(3,451,097)
Reconciled Ending Balance	\$1,584,829
Reported Ending Balance	\$1,584,829
<i>Difference</i>	\$0

ENTITY: **DOMICILE MGMT SERVICES, INC.**

BANK  
ACCTS: **Citibank #0-157487-016**  
(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	262,349
Total Operational Receipts	TOTAL DOMESTIC AND INTERNATIONAL ACTIVITY	262,349

Other Non-Operational Receipts	INCLUDES INTEREST INCOME, PROCEEDS OF ASSET SALES, etc.	3,733
Less, Non-filing entities	NONE FOR THIS PERIOD	-

GROSS RECEIPTS (tie to bank statement)	266,082
(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES	
<b>NET RECEIPTS</b>	<b>266,082</b>

**BANK STATEMENT RECONCILIATION:**

Beginning Balance	217,340
Receipts	266,082
Disbursements	(257,094)
Reconciled Ending Balance	\$226,328
Reported Ending Balance	\$226,328
<i>Difference</i>	\$0

ENTITY: **DISBURSEMENT SUMMARY**<sup>1</sup>      BANK ACCTS: **See Schedule F for list of bank accounts**

**BY APO DISBURSEMENT TYPE**

*(based on Cleared Check Date):*

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER		1,653,304 ( A )
xxx	PAYROLL NON-OFFICER		231,310,300 ( B )
04	AVIATION FUEL <sup>2</sup>	(SEE FUEL SUMMARY BELOW)	430,641,301
06	CATERING		28,814,815
03	RECURRING RENT		49,159,016
01	GENERAL PAYABLES		574,485,295
17	INSURANCE		59,041,980
18	LANDING FEES		26,689,239
xxx	OTHER		34,890,748
	SUBTOTAL EXCLUDING PAYROLL		1,203,722,394 ( C )

**GROSS DISBURSEMENTS (tie to bank statement)**      1,436,685,999

(MINUS) TRANSFERS TO OTHER ACCOUNTS / ENTITIES      162,227,953 ( D )

TAXES:

a. Federal Income Tax and FICA withholdings	102,034,902
b. State income tax w/held	10,790,081
c. State sales or use tax	102,590
d. Other <sup>3</sup>	127,971,577
<b>TOTAL TAXES</b>	<b>240,899,151 ( E )</b>

**NET MONTHLY DISBURSEMENTS**      \$ 1,515,357,198



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

**BY APO DISBURSEMENT TYPE**

<b>(based on Cleared Check Date):</b>		<b>NOTES:</b>	<b>AMOUNT:</b>
xxx	PAYROLL OFFICER		1,653,304
xxx	PAYROLL NON-OFFICER		229,545,404
04	AVIATION FUEL	(Includes intercompany transfer to UAFC, see below)	254,717,562
06	CATERING		28,814,815
03	RECURRING RENT		49,159,016
01	GENERAL PAYABLES		567,560,051
17	INSURANCE		59,041,980
18	LANDING FEES		26,689,239
xxx	OTHER <sup>2</sup>		34,890,748
SUBTOTAL EXCLUDING PAYROLL			1,020,873,411

**GROSS DISBURSEMENTS (tie to bank statement)** 1,252,072,119

<b>(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES</b>		
MyPoints.com, Inc.		-
Premier Meeting and Travel Services, Inc.		152,144
Mileage Plus, Inc.		1,900,000
United Aviation Fuels Corporation		135,200,000
UAL Loyalty Services, Inc.		3,841,521
Domicile Management Services, Inc.		-
<b>TOTAL TRANSFERS TO OTHER ACCOUNTS / ENTITIES</b>		<b>141,093,665</b>

<b>TAXES:</b>		
a. Federal Income Tax and FICA withholdings		101,728,276
b. State income tax w/held		10,763,912
c. State sales or use tax		102,030
d. Other (specify) <sup>3</sup>		127,959,718
<b>TOTAL TAXES</b>		<b>240,553,936</b>

**NET MONTHLY DISBURSEMENTS** \$ 1,351,532,390

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

<sup>2</sup> 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.

<sup>3</sup> 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 LOYALTY SERVICES, INC <sup>1</sup>** BANK ACCTS: **BANK ONE ACCT. 11-01955, 11-02250, 10-61639, 11-33545**

(see schedule F for details)



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

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER	Payroll disbursed through United Airlines	-
xxx	PAYROLL NON-OFFICER		-
04	AVIATION FUEL		-
06	CATERING		-
03	RECURRING RENT		-
01	GENERAL PAYABLES		3,451,097
17	INSURANCE		-
18	LANDING FEES		-
xxx	OTHER		-
	SUBTOTAL EXCLUDING PAYROLL		3,451,097

**GROSS DISBURSEMENTS (tie to bank statement)** 3,451,097

(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>	-
	TOTAL TAXES	-

**NET MONTHLY DISBURSEMENTS** \$ 3,351,097

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.

ENTITY: **MILEAGE PLUS HOLDINGS, INC <sup>1</sup>** BANK ACCTS: **See Schedule F for list of bank accounts**

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

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER		-
xxx	PAYROLL NON-OFFICER		-
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 Disbursement activity conducted through UAL Loyalty Services, 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: MILEAGE PLUS MARKETING, INC <sup>1</sup> BANK ACCTS: See Schedule F for list of bank accounts

**BY APO DISBURSEMENT TYPE**

*(based on Cleared Check Date):*

NOTES:

AMOUNT:

xxx PAYROLL OFFICER -  
xxx PAYROLL NON-OFFICER -  
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 Disbursement activity conducted through UAL Loyalty Services, 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: **CONFETTI, INC** <sup>1</sup> BANK  
 ACCTS: **See Schedule F for list of bank accounts**

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

NOTES: AMOUNT:

xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
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** -

<sup>1</sup> Disbursement activity conducted through UAL Loyalty Services, Inc.

<sup>2</sup> 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 COMPANY SERVICES, INC.** <sup>1</sup> BANK  
 ACCTS: **See Schedule F for list of bank accounts**

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

NOTES: AMOUNT:

xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
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 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.

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

**BY APO DISBURSEMENT TYPE**

*(based on Cleared Check Date):*

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER	
xxx	PAYROLL NON-OFFICER	605,831
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	1,384,096
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	1,384,096

**GROSS DISBURSEMENTS (tie to bank statement)** 1,989,927

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES 17,602

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**

\$ 1,972,325

1 Includes disbursement activity for Cybergold, Inc., iTarget.com, Inc., MyPoints Offline Services, 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: **CYBERGOLD, INC. <sup>1</sup>**

BANK **Fleet Bank # 55157711**  
**Wells Fargo #449-6837055, 10765100**  
**Silicon Valley Bank #3300066117, 3300042163**

ACCTS: **Silicon Valley Bank #3700276606**  
 (see schedule F for details)

<b>BY APO DISBURSEMENT TYPE</b> <i>(based on Cleared Check Date):</i>	NOTES:	AMOUNT:
xxx PAYROLL OFFICER		-
xxx PAYROLL NON-OFFICER		-
04 AVIATION FUEL		-
06 CATERING		-
03 RECURRING RENT		-
01 GENERAL PAYABLES		-
17 INSURANCE		-
18 LANDING FEES		-
xxx OTHER		-
SUBTOTAL EXCLUDING PAYROLL		-
<b>GROSS DISBURSEMENTS (tie to bank statement)</b>		-
(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		-
<b>NET MONTHLY DISBURSEMENTS</b>		-

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.

ENTITY: **iTARGET.COM, INC. <sup>1</sup>**

BANK **Fleet Bank # 55157711**  
**Wells Fargo #449-6837055, 10765100**  
**Silicon Valley Bank #3300066117, 3300042163**

ACCTS: **Silicon Valley Bank #3700276606**  
 (see schedule F for details)

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

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
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 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.

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

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

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	-
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	-

<b>GROSS DISBURSEMENTS (tie to bank statement)</b>	-
(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	-
<b>NET MONTHLY DISBURSEMENTS</b>	-

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.

ENTITY: <b>UAL BENEFITS MANAGEMENT, INC.</b> <sup>1</sup>	BANK ACCTS: <b>List Accounts per attached list</b> (see schedule F for details)
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<b>BY APO DISBURSEMENT TYPE</b> <i>(based on Cleared Check Date):</i>	NOTES:	AMOUNT:
xxx PAYROLL OFFICER		-
xxx PAYROLL NON-OFFICER		-
04 AVIATION FUEL		-
06 CATERING		-
03 RECURRING RENT		-
01 GENERAL PAYABLES		-
17 INSURANCE		-
18 LANDING FEES		-
xxx OTHER		-
SUBTOTAL EXCLUDING PAYROLL		-

<b>GROSS DISBURSEMENTS (tie to bank statement)</b>	-
(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	-
<b>NET MONTHLY DISBURSEMENTS</b>	-

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.

ENTITY: **UNITED BIZJET HOLDINGS, INC.**<sup>1</sup>      BANK  
 ACCTS: **Bank One #10-96072**  
 (see schedule F for details)

<b>BY APO DISBURSEMENT TYPE</b> <i>(based on Cleared Check Date):</i>	NOTES:	AMOUNT:
xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	-
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	-
	<b>GROSS DISBURSEMENTS (tie to bank statement)</b>	-
	(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	-
	<b>NET MONTHLY DISBURSEMENTS</b>	-

1 Includes disbursement activity for BizJet Fractional, Inc., BizJet Charter, Inc., and BizJet Services, 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: **BIZJET CHARTER, INC.**<sup>1</sup>      BANK  
 ACCTS: **List Accounts per attached list**  
 (see schedule F for details)

<b>BY APO DISBURSEMENT TYPE</b> <i>(based on Cleared Check Date):</i>	NOTES:	AMOUNT:
xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
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 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.

ENTITY:	<b>BIZJET FRACTIONAL, INC. <sup>1</sup></b>	BANK	
		ACCTS:	<b>List Accounts per attached list</b>
			(see schedule F for details)

<b>BY APO DISBURSEMENT TYPE</b>		
<i>(based on Cleared Check Date):</i>	NOTES:	AMOUNT:

xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
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 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.

ENTITY: **BIZJET SERVICES, INC.** <sup>1</sup> BANK  
 ACCTS: **List Accounts per attached list**  
 (see schedule F for details)

<b>BY APO DISBURSEMENT TYPE</b> <i>(based on Cleared Check Date):</i>	NOTES:	AMOUNT:
xxx PAYROLL OFFICER		-
xxx PAYROLL NON-OFFICER		-
04 AVIATION FUEL		-
06 CATERING		-
03 RECURRING RENT		-
01 GENERAL PAYABLES		-
17 INSURANCE		-
18 LANDING FEES		-
xxx OTHER		-
SUBTOTAL EXCLUDING PAYROLL		-
<b>GROSS DISBURSEMENTS (tie to bank statement)</b>		-
(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		-
<b>NET MONTHLY DISBURSEMENTS</b>		-

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.

ENTITY: **KION LEASING, INC.** <sup>1</sup> BANK  
 ACCTS: **List Accounts per attached list**  
 (see schedule F for details)

<b>BY APO DISBURSEMENT TYPE</b> <i>(based on Cleared Check Date):</i>	NOTES:	AMOUNT:
xxx PAYROLL OFFICER	Payroll disbursed through United Airlines	-
xxx PAYROLL NON-OFFICER		-

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 July 31, 2004.  
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.

<b>PREMIER MEETING AND TRAVEL</b>	BANK
ENTITY: <b>SERVICES, INC.</b>	ACCTS: <b>Bank One 5578531</b>
	(see schedule F for details)

<b>BY APO DISBURSEMENT TYPE</b>		NOTES:	AMOUNT:
<i>(based on Cleared Check Date):</i>			
xxx	PAYROLL OFFICER	Payroll disbursed through United Airlines	-
xxx	PAYROLL NON-OFFICER		-
04	AVIATION FUEL		-
06	CATERING		-
03	RECURRING RENT		-
01	GENERAL PAYABLES		516,022
17	INSURANCE		-
18	LANDING FEES		-
xxx	OTHER		-
	SUBTOTAL EXCLUDING PAYROLL		516,022

**GROSS DISBURSEMENTS (tie to bank statement)** 516,022

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES 116,685

TAXES:

a. Federal Income Tax and FICA withholdings	-
b. State income tax w/held	-

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

**NET MONTHLY DISBURSEMENTS** \$ 399,337

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.

<b>UNITED AVIATION FUELS</b>	BANK
ENTITY: <b>CORPORATION</b>	ACCTS: <b>NORTHERN TRUST ACCT. 792705</b>
	(see schedule F for details)

<b>BY APO DISBURSEMENT TYPE</b> <i>(based on Cleared Check Date):</i>	NOTES:	AMOUNT:
xxx PAYROLL OFFICER	Payroll disbursed through United Airlines	-
xxx PAYROLL NON-OFFICER		-
04 AVIATION FUEL		175,923,739
06 CATERING		-
03 RECURRING RENT		-
01 GENERAL PAYABLES		-
17 INSURANCE		-
18 LANDING FEES		-
xxx OTHER		-
<b>SUBTOTAL EXCLUDING PAYROLL</b>		<b>175,923,739</b>

**GROSS DISBURSEMENTS (tie to bank statement)** 175,923,739

(MINUS )TRANSFERS TO OTHER ACCOUNTS / ENTITIES 20,900,000

<b>TAXES:</b>	
a. Federal Income Tax and FICA withholdings	-
b. State income tax w/held	-
c. State sales or use tax	-
d. Other <sup>1</sup>	-
<b>TOTAL TAXES</b>	-

**NET MONTHLY DISBURSEMENTS** \$155,023,739

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.

<b>UNITED COGEN , INC.</b>	BANK
ENTITY: <b>UNITED COGEN , INC.</b>	ACCTS: <b>List Accounts per attached list</b>
	(see schedule F for details)

<b>BY APO DISBURSEMENT TYPE</b> <i>(based on Cleared Check Date):</i>	NOTES:	AMOUNT:
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**BY APO DISBURSEMENT TYPE**  
**(based on Cleared Check Date):**

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
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 July 31, 2004.

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: **UNITED VACATIONS, 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	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	-
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 July 31, 2004.

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: **FOUR STAR LEASING, 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 PAYROLL OFFICER -

xxx PAYROLL NON-OFFICER -

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 July 31, 2004.

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.





xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	-
	<b>GROSS DISBURSEMENTS (tie to bank statement)</b>	-
	(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	-
	<b>NET MONTHLY DISBURSEMENTS</b>	-

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: **DOMICILE MGMT SERVICES, INC.** BANK ACCTS: **Citibank #0-157487-016**

<b>BY APO DISBURSEMENT TYPE</b>		NOTES:	AMOUNT:
<i>(based on Cleared Check Date):</i>			
xxx	PAYROLL OFFICER		-
xxx	PAYROLL NON-OFFICER		6,855
04	AVIATION FUEL		-
06	CATERING		-
03	RECURRING RENT		-
01	GENERAL PAYABLES		249,932
17	INSURANCE		-
18	LANDING FEES		-
xxx	OTHER		-
	SUBTOTAL EXCLUDING PAYROLL		249,932
	<b>GROSS DISBURSEMENTS (tie to bank statement)</b>		256,787
	(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		307
	d. Other <sup>1</sup>		-
	TOTAL TAXES		307
	<b>NET MONTHLY DISBURSEMENTS</b>		\$ 257,094

1 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 July 31, 2004.

/s/ Jeffrey T. Kawalsky  
Signature

Jefferey T. Kawalsky  
Vice President - Treasurer  
Print Name and Title

08/25/2004  
Date

### **Insider 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.

/s/ Lynn Hughitt  
Signature

Lynn Hughitt  
Vice President & Controller  
Print Name and Title

08/25/2004  
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:

- ♦ Federal payroll withholding taxes, FICA (employee portion), and Medicare;
- ♦ Federal air transportation excise taxes;
- ♦ Federal security charges;
- ♦ Federal Animal and Plant Health Inspection Service of the U.S. Department of Agriculture ("APHIS");
- ♦ Federal Immigration and Naturalization Service (INS) fees;
- ♦ Federal customs fees;
- ♦ State and local income tax withholding;
- ♦ Disability taxes;
- ♦ Passenger facility charges ("PFC");
- ♦ State sales and use taxes;
- ♦ Federal and state fuel taxes

## **SCHEDULE D - Payments to Secured Creditors and Lessors**

Name of Creditor or Lessor	Type	Date Regular Payment is Due	Amount of Regular Payment	Check # of Payments	Number of Payments Delinquent*	Amount of Payments * Delinquent
CAYLON PARIS	LEGAL FEES	7/1/04	30,000.00			
CORPORATE TRUST SERVICES	AIRCRAFT	7/1/04	110,000.00			
US BANK	AIRCRAFT	7/1/04	31,149,458.86			
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	7/1/04	753,085.79			
US BANK	AIRCRAFT	7/2/04	5,709,600.02			
RBS AEROSPACE LIMITED	LEGAL FEES	7/6/04	15,000.00			
US BANK	AIRCRAFT	7/6/04	715,000.00			
WILMINGTON TRUST COMPANY	AIRCRAFT	7/6/04	80,000.00			
US BANK	AIRCRAFT	7/7/04	170,000.00			
IAE	AIRCRAFT	7/8/04	1,620,000.00			
RBS AEROSPACE LIMITED	LEGAL FEES	7/8/04	15,000.00			
US BANK	AIRCRAFT	7/8/04	85,000.00			
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	7/8/04	80,000.00			
WILMINGTON TRUST COMPANY	AIRCRAFT	7/8/04	700,000.00			
AIE VI	AIRCRAFT	7/9/04	3,630,000.00			
CALYON TOKYO BRANCH	LEGAL FEES	7/12/04	15,000.00			
US BANK	AIRCRAFT	7/12/04	320,000.00			
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	7/12/04	6,551,271.37			
WILMINGTON TRUST COMPANY	AIRCRAFT	7/12/04	800,000.00			
US BANK	AIRCRAFT	7/13/04	90,000.00			
US BANK	AIRCRAFT	7/14/04	750,000.00			
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	7/15/04	4,000,000.00			
BNP PARIBAS, TOKYO BRANCH	AIRCRAFT	7/19/04	130,000.00			
MTBC NEW YORK	LEGAL FEES	7/19/04	15,000.00			
US BANK	AIRCRAFT	7/19/04	270,000.00			
WILMINGTON TRUST COMPANY	AIRCRAFT	7/19/04	967,944.44			
SOCIETE GENERALE	LEGAL FEES	7/20/04	15,000.00			
US BANK	AIRCRAFT	7/20/04	27,500.00			

US BANK	AIRCRAFT	7/21/04	750,000.00
US BANK	AIRCRAFT	7/23/04	1,095,555.56
WILMINGTON TRUST COMPANY	AIRCRAFT	7/23/04	170,000.00
US BANK	AIRCRAFT	7/26/04	400,000.00
WILMINGTON TRUST COMPANY	AIRCRAFT	7/27/04	160,000.00
CALYON PARIS	LEGAL FEES	7/28/04	60,000.00
CORPORATE TRUST SERVICES	AIRCRAFT	7/28/04	4,324,946.55
PK AIR	AGENCY FEE	7/28/04	224,536.13
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	7/28/04	340,000.00
PK AIR	AGENCY FEE	7/29/04	257,189.29
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	7/29/04	4,545,127.39
WILMINGTON TRUST COMPANY	AIRCRAFT	7/29/04	207,777.78
CUMBERLAND LEASE CORP	AIRCRAFT	7/30/04	296,083.33
MIZUHO CORPORATE BANK	AIRCRAFT	7/30/04	650,000.00
PHILIP MORRIS CAPITAL CORPORATION	AIRCRAFT	7/30/04	2,080,000.00
SOCIETE GENERALE	AIRCRAFT	7/30/04	100,000.00
US BANK	AIRCRAFT	7/30/04	19,396,666.66
UT FINANCE CORP	AIRCRAFT	7/30/04	182,506.99
	ENGINE		
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	7/30/04	400,000.00
WESTDEUTSCHE LANDESBANK	AIRCRAFT	7/30/04	1,008,386.97
GIROZCENTRALE			
WILMINGTON TRUST COMPANY	AIRCRAFT	7/30/04	1,111,333.33
			96,573,970.45

#### SCHEDULE E - Professional Payments<sup>1</sup>

PROFESSIONAL GROUP	MONTH AMOUNT AUTHORIZED	MONTH AMOUNT PAID
Babcock	329,032	329,032
Bain & Company (OCP)	1,222,026	1,222,026
Cognizant Associates	38,036	38,036
FTI Consulting / PWC	722,692	722,692
Gordian Group	38,076	38,076
Huron Consulting Group	741,301	741,301
Jenner & Block	445,785	445,785
KPMG	611,778	611,778
Kirkland & Ellis	2,677,309	2,677,309
Leaf Group	20,919	20,919
McKinsey & Co (OCP)	248,625	248,625
MBT & LeBoeuf	400,190	400,190
Paul Hastings	5,792	5,792
Piper Rudnick	131,621	131,621
Saybrook Capital	197,723	197,723
Segal Company	139,076	139,076
Sonnenschein	831,900	831,900
Sperling & Slater	262,007	262,007
Vedder Price	565,209	565,209
Retired Pilots Assoc.	3,266	3,266
Committee of Unsecured Creditors	428	428
Total		\$ 9,632,791.94

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 July 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	Consol. A/R	Filed Entities	Non-Filed Entities	
Beginning of month balance <sup>1</sup>	\$1,178,083,257		\$1,160,892,435	\$1,149,316,498	\$11,575,937	
Add: sales on account	\$1,433,112,028					
Less: collections	(\$1,460,670,544)					
Less: Write-offs and Clearing	(\$1,208,243)					
End of month balance	\$1,149,316,498					
		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
		\$1,011,080,609	\$50,763,638	\$32,805,571	\$54,666,680	\$1,149,316,498

1 Includes accruals for unprocessed sales for which the Debtor has not sent an invoice during the reporting period.

2 Accounts receivable aging based upon the previous month's aging percentage.

### STATEMENT OF ACCOUNTS PAYABLE

Consolidated Filing Entities		Tie -out	Consol. A/P	Filed Entities	Non-Filed Entities	
Beginning of month balance <sup>1</sup>	\$374,923,000		\$400,388,000	\$396,318,000	\$4,070,000	
Add: credit extended	(\$1,438,862,855)					
Less: payments on account	\$1,460,257,855					
End of month balance	\$396,318,000					
		0 - 30 Days	31 - 60 Days <sup>2</sup>	61 - 90 Days <sup>2</sup>	Over 90 Days <sup>2</sup>	End of Month Total
		\$392,969,337	\$1,532,262	\$1,816,401	\$0	\$396,318,000

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

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.

In addition to the 174 domestic bank accounts, the Debtor operates 116 accounts in approximately 47 countries around the world.

A list of the Debtor's bank accounts is detailed below:

(\*denotes new 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 WINGS	San Francisco, CA	n/a
BANK OF AMERICA WASHINGTON	Seattle, WA	n/a
BANK OF HAWAII	Honolulu, HI	n/a
BANK OF ILLINOIS (Air Wisconsin)	Normal, IL	n/a
BANK OF NEW YORK	New York, NY	n/a
BANK OF NEW YORK	White Plains, NY	n/a
BANK OF OKLAHOMA	Tulsa, OK	n/a
BANK OF THE WEST	San Jose, Ca	n/a
BANK ONE	Chicago, IL (Miami Cluster)	n/a
BANK ONE	Grand Rapids, MI	n/a
BANK ONE (Tickets By Mail)	Detroit, MI	n/a
BANK ONE	Detroit, MI	n/a
BANK ONE	Lexington, KY	n/a
BANK ONE	Chicago, IL	n/a
BANK ONE (AirWisconsin)	Traverse City, MI	n/a
BANK ONE (CAFETERIA)	Chicago, IL	n/a
BANK ONE	Chicago, IL	n/a
BANK ONE	Chicago, IL	n/a
BANK ONE	Chicago, IL	n/a
BANK ONE	Chicago, IL	n/a
BANK ONE INDIANAPOLIS	Indianapolis, IN	n/a
BANK ONE OF OKLAHOMA	Oklahoma City, OK	n/a
CANADIAN IMPERIAL	Toronto, Ontario Canada	n/a
CANANDAIGUA NAT BANK & TRUST	Pittsford, NY	n/a
CAPITAL CITY BANK & TRUST CO	Atlanta, Ga	n/a
CAPITAL SAVINGS BANK	El Paso, TX	n/a
Charter One Bank	Binghamton, NY	n/a

CHASE BANK	New York, NY	n/a
CHASE MANHATTAN BANK (FirstBank)	St. Thomas, USVI	n/a
CHASE MANHATTAN BANK	New York, NY (LGA)	n/a
CHITTENDEN TRUST CO	Burlington, VT	n/a
CITIBANK	New York, NY	n/a
CITIBANK	New York, NY	n/a
CITIBANK (EMP WELFARE)	New York, NY	n/a
CITIBANK, N.A.	Jamaica, NY (JFK)	n/a
City National Bank	Charleston, WV	n/a
COMERICA	Detroit, MI	n/a
COMERICA (AirWisconsin)	Lansing, MI	n/a
COMMUNITY BANK OF COLORADO CO	Gunnison, CO	n/a
FIFTH THIRD BANK	Florence, KY	n/a
FIFTH THIRD BANK	Kalamazoo, MI	n/a
FIRST BANK OF AVON	Avon, CO	n/a
FIRST CITIZENS BANK	Raleigh, NC	n/a
FIRST CITIZENS BK-RALEIGH	Charlotte, NC	n/a
FIRST HAWAIIAN BANK	Honolulu, HI	n/a
FIRST MIDWEST BANK	Moline, IL	n/a
FIRST NATIONAL BANK OF ROCKIES	Hayden, CO	n/a
FIRST UNION	Philadelphia, PA	n/a
FIRST UNION BANK	Allentown, PA	n/a
FIRST UNION BANK	Roanoke, VA	n/a
FIRST UNION BANK	Newark, NJ	n/a
FIRST UNION BANK	Newark, NJ	n/a
FIRSTAR BANK	Cedar Rapids, IA	n/a
FIRSTAR BANK	St. Louis, MO	n/a
FIRSTAR, N.A.	Cleveland, OH	n/a
FLEET	Boston, MA	n/a
FLEET BANK	Manchester, NH	n/a
FLEET NATIONAL BANK	Providence, RI	n/a
FREELAND STATE BANK	Freeland, MI	n/a
FVB COLONIAL	Richmond, VA	n/a
HARRIS BANK	Chicago, IL	n/a
HSBC	Buffalo, NY	n/a
JACKSON STATE BANK-WY	Jackson Hole, WY	n/a
JP MORGAN CHASE	New York, NY	n/a
JP MORGAN CHASE	New York, NY	n/a
KEY BANK	Newburgh, NY	n/a
KEY BANK	Dayton, OH	n/a
KEY BANK OF CENTRAL N.Y.	Syracuse, NY	n/a
KEY BANK OF EASTERN N.Y.	Albany, NY	n/a
M & I BANK	Milwaukee, WI	n/a
M & I BANK FOX VALLEY	Appleton, WI	n/a
M & I BANK OF MOSINEE	Mosinee, WI	n/a
M & I MARSHALL & ILSLEY	Green Bay, WI	n/a
M & T BANK	Middletown, PA	n/a
MONTROSE BANK CO	Montrose, CO	n/a
NATIONAL CITY	Columbus, OH	n/a
NATIONAL CITY BANK	Pittsburgh, PA	n/a
NATIONAL CITY BANK OF INDIANA	Fort Wayne, IN	n/a
NATIONAL CITY BANK OF MI/IL	Peoria, IL	n/a
NATIONAL CITY BANK OF MI/IL (AW)	Springfield, IL	n/a
NORTHERN TRUST	Chicago, IL	n/a
NORTHERN TRUST	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 ACCT	Chicago, IL	n/a
NORTHERN TRUST FIELD REFUNDS	Chicago, IL	n/a
NORTHERN TRUST LOCAL DISB	Chicago, IL	n/a
PEOPLES HERITAGE	Portland, ME	n/a
PNC Bank	Avoca, PA	n/a
PNC Bank	State College, PA	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	Norfolk, VA	n/a
U.S. BANK OF MINNESOTA	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
WACHOVIA: "Washington Dulles"	Washington, DC	n/a
WEBSTER BANK	Hartford, CT	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 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
CITIBANK	England	n/a
CITIBANK	England	n/a
CITIBANK	England	n/a
CITIBANK	Belgium	n/a
CITIBANK	Ireland	n/a
CITIBANK	France	n/a

CITIBANK	Netherlands	n/a
CITIBANK	Germany	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
ABN AMRO BANK	Netherlands	n/a
CREDIT SUISSE	Switzerland	n/a

#### **ASIA-PACIFIC BANK ACCOUNTS**

<b>Financial Institution</b>	<b>Location</b>	<b>Bank Acct #</b>
AUSTRALIA & NEW ZEALAND BANKING GROUP	Australia	n/a
CITIBANK AUSTRALIA	Australia	n/a
CHINA CONSTRUCTION BANK	China	n/a
BANK OF CHINA	China	n/a
BANK OF CHINA	China	n/a
BANK OF CHINA	China	n/a
BANK OF CHINA	China	n/a
CHINA CONSTRUCTION BANK	China	n/a
CITIBANK	Hong Kong	n/a
CITIBANK	Hong Kong	n/a
CITIBANK	Hong Kong	n/a
CITIBANK	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
CITIBANK	Japan	n/a
CITIBANK	Japan	n/a
BANK OF AMERICA	Korea	n/a
CITIBANK	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
CITIBANK	New Zealand	n/a
CITIBANK	Singapore	n/a
BANK OF AMERICA	Singapore	n/a
CITIBANK	Thailand	n/a
CITIBANK	Taiwan	n/a

#### **LATIN AMERICA BANK ACCOUNTS**

<b>Financial Institution</b>	<b>Location</b>	<b>Bank Acct #</b>
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
National Bank of Kuwait	Kuwait	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

#### SUBSIDIARY BANK ACCOUNTS

Financial Institution	Country	Bank Acct #
<b>UNITED AVIATION FUELS CORP.</b>		
NOTHERN TRUST BANK	USA	n/a
<b>UNITED WORLDWIDE CORP.</b>		
JP MORGAN CHASE	USA	n/a
<b>MILEAGE PLUS, INC.</b>		
SHORE BANK	USA	n/a
<b>PREMIER MEETING &amp; TRAVEL SERVICES, INC.</b>		
BANK ONE	USA	n/a
BANK ONE	USA	n/a

<b>MY POINTS.COM, INC.</b>		
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
<b>UAL LOYALTY SERVICES</b>		
BANK ONE	USA	n/a
BANK ONE	USA	n/a
BANK ONE	USA	n/a
BANK ONE	USA	n/a
<b>KION DE MEXICO</b>		
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	X			
FICA withholding	X			
Employer's share FICA	X			
Federal Unemployment Taxes	X			
State Income Tax Withholding	X			
Sales Tax	X			
Other Tax	X			

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

TAX NOT PAID	AMOUNT NOT PAID	DATE OF LAST PAYMENT
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Note: Tax related payments withheld from UAL and its subsidiaries' employee in the United States of America 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.

**Worldwide Communications:**

Media Relations Office: 847.700.5538

Evenings/Weekends: 847.700.4088

**UAL REPORTS JULY RESULTS****Reports Net Earnings of \$6 Million****Company Continues to Meet DIP Covenants**

**CHICAGO, August 26, 2004** - UAL Corporation (OTCBB: UALAQ.OB), the holding company whose primary subsidiary is United Airlines, today filed its July Monthly Operating Report (MOR) with the United States Bankruptcy Court. The company reported earnings from operations of \$51 million for July 2004. Mainline passenger unit revenue improved 1% year-over-year. Unit costs were flat over last year. Excluding fuel, unit costs improved 6% year-over-year. The company reported net earnings of \$6 million, including \$14 million in reorganization expenses. UAL met the requirements of its debtor-in-possession (DIP) financing.

"July is normally one of our most profitable months, and the fact that we were only able to deliver a modest net profit underscores the ongoing challenge of record-high fuel prices exacerbated by a weak revenue environment," said Jake Brace, executive vice president and chief financial officer. "The great work of our employees and the ongoing restructuring efforts helped us narrowly clear the fuel hurdle to record a small profit. But, we have much more work to do to make United a sustainable, competitive airline moving forward."

UAL ended July with a cash balance of about \$2.1 billion, which included \$818 million in restricted cash (filing entities only). The cash balance decreased approximately \$153 million during the month of July, driven by a quarterly retroactive wage payment to International Association of Machinists members of \$63 million, a final payment of \$60 million to Bank One in connection with its debtor-in-possession financing and a quarterly Success Sharing reward to employees of \$26 million.

United continued to deliver strong operational results, with an on-time :14 departure performance of 77.6% and a July load factor of 84.8%. Employees also exceeded the company's goals for July for customer satisfaction, as measured by definite intent to repurchase.

United, United Express and Ted operate more than 3,500 flights a day on a route network that spans the globe. News releases and other information about United may be found at the company's website at [www.united.com](http://www.united.com).

*Safe Harbor Statement under the Private Securities Litigation Reform Act of 1995* : Certain statements included in this press release are forward-looking and thus reflect the Company's current expectations and beliefs with respect to certain current and future events and financial performance. Such forward-looking statements are and will be, as the case may be, subject to many risks and uncertainties relating to the operations and business environments of the Company that may cause actual results to differ materially from any future results expressed or implied in such forward-looking statements. Factors that could significantly affect net earnings, revenues, expenses, costs, load factor and capacity include, without limitation, the following: the Company's ability to continue as a going concern; the Company's ability to operate pursuant to the terms of the DIP financing; the Company's ability to obtain court approval with respect to motions in the Chapter 11 proceeding prosecuted by it from time to time; the Company's ability to develop, prosecute, confirm and consummate one or more plans of reorganization with respect to the Chapter 11 cases; risks associated with third parties seeking and obtaining court approval to terminate or shorten the exclusive period for the Company to propose and confirm one or more plans of reorganization; the potential adverse impact of the Chapter 11 cases on the Company's liquidity or results of operations; the appointment of a Chapter 11 trustee or conversion of the cases to Chapter 7; the costs and availability of financing; the Company's ability to execute its business plan; the Company's ability to attract, motivate and/or retain key employees; the Company's ability to attract and retain customers; demand for transportation in the markets in which the Company operates; general economic conditions; the effects of any hostilities or act of war or any terrorist attack; the ability of other air carriers with whom the Company has alliances or partnerships to provide the services contemplated by the respective arrangements with such carriers; the costs and availability of aircraft insurance; the costs of aviation fuel; the costs associated with security measures and practices; competitive pressures on pricing (particularly from lower-cost competitors); government legislation and regulation; and other risks and uncertainties set forth from time to time in UAL's reports to the United States Securities and Exchange Commission. Consequently, the forward-looking statements should not be regarded as representations or warranties by the Company that such matters will be realized. The Company disclaims any intent or obligation to update or revise any of the forward-looking statements, whether in response to new information, unforeseen events, changed circumstances or otherwise.

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