

---

---

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

**FORM 8-K**

**CURRENT REPORT**

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

Date of Report (Date of earliest event reported): **February 21, 2020**

**UNITED AIRLINES HOLDINGS, INC.  
UNITED AIRLINES, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-06033**  
**001-10323**  
(Commission File Number)

**36-2675207**  
**74-2099724**  
(IRS Employer  
Identification Number)

**233 S. Wacker Drive, Chicago, IL**  
**233 S. Wacker Drive, Chicago, IL**  
(Address of principal executive offices)

**60606**  
**60606**  
(Zip Code)

**(872) 825-4000**  
**(872) 825-4000**

Registrant's telephone number, including area code

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

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

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

Securities registered or to be registered pursuant to Section 12(b) of the Act.

<b>Registrant</b>	<b>Title of each class</b>	<b>Trading Symbol</b>	<b>Name of each exchange on which registered</b>
United Airlines Holdings, Inc.	Common Stock, \$0.01 par value	UAL	The Nasdaq Stock Market LLC
United Airlines, Inc.	None	None	None

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter). Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

---

---

**Item 7.01 Regulation FD Disclosure.**

On February 21, 2020, United Airlines Holdings, Inc. (“UAL”), United Airlines, Inc., a wholly-owned subsidiary of UAL (“United”), and Mileage Plus Holdings, LLC, a wholly-owned subsidiary of UAL and United (“MPH” and, together with UAL and United, the “Company”) announced that they had entered into a Third Amended and Restated Co-Branded Card Marketing Services Agreement (as amended from time to time, the “Agreement”) with JPMorgan Chase Bank, N.A. (“Chase”), pursuant to which members of the Company’s MileagePlus loyalty program earn frequent flyer miles for making purchases using a MileagePlus credit card issued by Chase.

The Agreement provides for joint marketing and other support for the MileagePlus credit card. The Agreement, which replaces the prior co-branded card marketing services agreement among UAL, United, MPH and Chase, also extends the term into 2029 and modifies certain other terms. In connection with the Agreement, United and MPH entered into an amendment and extension of their Amended and Restated Co-Branded Card Strategic Alliance Agreement with Visa U.S.A. Inc. (“Visa”).

The Company currently estimates that the new commercial terms, anticipated portfolio growth and participation in Chase Ultimate Rewards will increase the annual cash contribution to the Company by approximately \$400 million in 2020 from the combined impact of the Agreement and the amendment to the agreement with Visa. United, Chase Card Services and Visa Inc. issued a joint press release announcing the extension of the United MileagePlus credit card program, which is attached hereto as Exhibit 99.1 and incorporated herein by reference. The information contained on or connected to the Company’s websites or other websites referenced in Exhibit 99.1 is not incorporated by reference into this Item 7.01 and should not be considered part of this or any other report filed with or furnished to the U.S. Securities and Exchange Commission (“SEC”).

The information in this Item 7.01, including Exhibit 99.1, is being furnished and shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that Section, and shall not be deemed incorporated by reference into any registration statement or other document filed pursuant to the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

Certain statements in this Current Report on Form 8-K are forward-looking and thus reflect the Company’s current expectations and beliefs with respect to certain current and future events and anticipated financial and operating performance. Such forward-looking statements are and will be subject to many risks and uncertainties relating to the Company’s operations and business environment that may cause actual results to differ materially from any future results expressed or implied in such forward-looking statements. Words such as “expects,” “will,” “plans,” “anticipates,” “indicates,” “believes,” “estimates,” “forecast,” “guidance,” “outlook,” “goals,” “targets” and similar expressions are intended to identify forward-looking statements. Additionally, forward-looking statements include statements that do not relate solely to historical facts, such as statements which identify uncertainties or trends, discuss the possible future effects of current known trends or uncertainties, or which indicate that the future effects of known trends or uncertainties cannot be predicted, guaranteed or assured. All forward-looking statements in this report are based upon information available to the Company on the date of this report. The Company undertakes no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events, changed circumstances or otherwise, except as required by applicable law.

The Company's actual results could differ materially from these forward-looking statements due to numerous factors including, without limitation, the following: the Company's ability to execute its strategic operating plan, including its growth, revenue-generating and cost-control initiatives; general economic conditions (including interest rates, foreign currency exchange rates, investment or credit market conditions, crude oil prices, costs of aircraft fuel and energy refining capacity in relevant markets); risks of doing business globally, including instability and political developments that may impact operations in certain countries; demand for travel and the impact that global economic and political conditions have on customer travel patterns; the Company's capacity decisions and the capacity decisions of its competitors; competitive pressures on pricing and on demand; changes in aircraft fuel prices; disruptions in the Company's supply of aircraft fuel; the Company's ability to cost-effectively hedge against increases in the price of aircraft fuel, if it decides to do so; the effects of any technology failures or cybersecurity breaches; disruptions to services provided by third-party service providers; potential reputational or other impact from adverse events involving the Company's aircraft or operations, the aircraft or operations of its regional carriers or its code share partners or the aircraft or operations of another airline; the Company's ability to attract and retain customers; the effects of any terrorist attacks, international hostilities or other security events, or the fear of such events; the mandatory grounding of aircraft in the Company's fleet; disruptions to the Company's regional network; the impact of regulatory, investigative and legal proceedings and legal compliance risks; the success of the Company's investments in other airlines, including in other parts of the world; industry consolidation or changes in airline alliances; 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; costs associated with any modification or termination of the Company's aircraft orders; disruptions in the availability of aircraft, parts or support from its suppliers; the Company's ability to maintain satisfactory labor relations and the results of any collective bargaining agreement process with its union groups; any disruptions to operations due to any potential actions by the Company's labor groups; labor costs; an outbreak of a disease that affects travel demand or travel behavior, such as the existing threat of coronavirus; the impact of any management changes; extended interruptions or disruptions in service at major airports where the Company operates; U.S. or foreign governmental legislation, regulation and other actions (including Open Skies agreements, environmental regulations and the United Kingdom's withdrawal from the European Union); the seasonality of the airline industry; weather conditions; the costs and availability of aviation and other insurance; the costs and availability of financing; the Company's ability to maintain adequate liquidity; the Company's ability to comply with the terms of its various financing arrangements; the Company's ability to realize the full value of its intangible assets and long-lived assets; and other risks and uncertainties set forth under Part I, Item 1A., "Risk Factors," of the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2018, its Quarterly Report on Form 10-Q for the quarter ended September 30, 2019, as well as other risks and uncertainties set forth from time to time in the reports it files with the SEC.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit No.</b>	<b>Description</b>
<a href="#">99.1</a>	<a href="#">Press Release issued by United Airlines Holdings, Inc., Chase Card Services and Visa Inc., dated February 21, 2020.</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

**SIGNATURES**

Pursuant to the requirements of the Exchange Act, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**UNITED AIRLINES HOLDINGS, INC.**  
**UNITED AIRLINES, INC.**

By: /s/ Andrew Nocella  
Name: Andrew Nocella  
Title: Executive Vice President and Chief Commercial Officer

Date: February 21, 2020

## News Release

United Airlines  
Worldwide Media Relations  
872.825.8640  
media.relations@united.com



### **United Airlines, Chase and Visa Announce Multi-Year Extension of United MileagePlus Credit Card Program**

**Chicago, Feb 21, 2020** – United Airlines, Chase Card Services and Visa today announced a multi-year extension of the United MileagePlus credit card program. The extension continues the more than 30-year relationship between the number one card issuer in the U.S., the U.S. airline with service to the most U.S. cities and most countries around the world and the world’s leader in digital payments.

The agreement, which extends into 2029, builds on one of the industry’s strongest co-brand card portfolios with seven consecutive quarters of double-digit year-over-year growth and a long history of providing cardmembers with extra benefits that reward people traveling United’s expansive global route network.

“United Airlines, Chase and Visa have a longstanding partnership that delivers top benefits to customers to help them get the most out of their travel, while returning robust value to our respective businesses” said Luc Bondar, United’s vice president of Loyalty. “This extension strengthens ties with our partners at Chase and Visa and is expected to drive growth across our industry-leading credit card portfolio, enhance our cardholders travel experience and provide more opportunities to easily earn and redeem miles to travel United’s industry leading route network.”

“We’re pleased to extend our decades-long relationship with United and Visa in order to deliver even more value to our joint cardmembers,” said Ed Olebe, president of Chase Co-Brand Cards. “The program has deep cardmember loyalty and fantastic momentum, with exciting new offerings and experiences for our customers to look forward to in 2020 and beyond.”

The extended agreement will build on one of the world’s strongest co-brand card portfolios, with premium customers in premium markets. The portfolio of cards includes the new United Business Card, United Explorer Card, United Club Card, United Club Business Card and United TravelBank Card. Customers traveling with eligible MileagePlus credit cards have access to benefits that make traveling United’s leading route network better than ever including perks such as free checked bags, priority boarding and increased mileage earn on every day spending.

“Visa is proud to extend our partnership with United and Chase to bring best-in-class card benefits and travel experiences to cardholders,” said Kirk Stuart, senior vice president, head of North America Merchant at Visa. “We look forward to building on the program’s success to deliver more value, enhance cardholder engagement and create rewarding payment experiences.”

---

Earlier this year, United and Chase launched a new Business card and celebrated with the highest ever bonuses for all United co-brand cards for the first time ever. In 2018, United and Chase launched the award-winning United Explorer card, with even more best-in-class benefits including an up to \$100 Global Entry or TSA Pre-Check statement credit and 2X earn on hotel stays and restaurant purchases.

United also continues to invest in making MileagePlus the top loyalty program for its members. Last year the airline announced that MileagePlus miles never expire and announced a partnership with CLEAR to offer free and discounted memberships to MileagePlus members. United also introduced PlusPoints, a new industry-leading upgrade benefit for Premier members.

#### **About United**

United's shared purpose is "Connecting People. Uniting the World." We are more focused than ever on our commitment to customers through a series of innovations and improvements designed to help build a great experience: Every customer. Every flight. Every day. Together, United and United Express operate approximately 4,900 flights a day to 362 airports across six continents. In 2019, United and United Express operated more than 1.7 million flights carrying more than 162 million customers. United is proud to have the world's most comprehensive route network, including U.S. mainland hubs in Chicago, Denver, Houston, Los Angeles, New York/Newark, San Francisco and Washington, D.C. United operates 791 mainline aircraft and the airline's United Express partners operate 581 regional aircraft. United is a founding member of Star Alliance, which provides service to 195 countries via 26 member airlines. For more information, visit [united.com](http://united.com), follow @United on Twitter and Instagram or connect on Facebook. The common stock of United's parent, United Airlines Holdings, Inc., is traded on the Nasdaq under the symbol "UAL".

#### **About Chase**

Chase is the U.S. consumer and commercial banking business of JPMorgan Chase & Co. (NYSE: JPM), a leading global financial services firm with assets of \$2.7 trillion and operations worldwide. Chase serves nearly half of America's households with a broad range of financial services, including personal banking, credit cards, mortgages, auto financing, investment advice, small business loans and payment processing. Customers can choose how and where they want to bank: More than 4,900 branches in 38 states and the District of Columbia, 16,000 ATMs, mobile, online and by phone. For more information, go to [chase.com](http://chase.com).

#### **About Visa**

Visa Inc. (NYSE: V) is the world's leader in digital payments. Our mission is to connect the world through the most innovative, reliable and secure payment network - enabling individuals, businesses and economies to thrive. Our advanced global processing network, VisaNet, provides secure and reliable payments around the world, and is capable of handling more than 65,000 transaction messages a second. The company's relentless focus on innovation is a catalyst for the rapid growth of digital commerce on any device, for everyone, everywhere. As the world moves from analog to digital, Visa is applying our brand, products, people, network and scale to reshape the future of commerce. For more information, visit About Visa, [visa.com/blog](http://visa.com/blog) and @VisaNews

---