

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: May 2, 2003
(Date of earliest event reported)

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

Delaware
(State or other jurisdiction of
incorporation)

1-6033
(Commission
File Number)

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. Other Events.

UAL Corporation filed its monthly operating report for the period March 1, 2003, through March 31, 2003, with the United States Bankruptcy Court for the Northern District of Illinois, Eastern Division, a copy of which is attached hereto as Exhibit 99.1, 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.

Item 7. Financial Statements and Exhibits.

(c) Exhibits	Description
99.1	Monthly Operating Report of UAL Corporation for the period March 1, 2003, through March 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/ Francesca M. Maher

Name: Francesca M. Maher

Title: Senior Vice President,
General Counsel and Secretary

Dated: May 2, 2003

IN RE:
UAL CORPORATION, ET AL.
DEBTORS

Exhibit 99.1
CHAPTER 11
CASE NUMBERS : 02-48191 through 02-48218
Jointly Administered
Hon. Eugene R. Wedoff

MONTHLY OPERATING REPORT FOR THE PERIOD MARCH 1, 2003 THROUGH MARCH 31, 2003 ¹

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.

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 MARCH 1, 2003 THROUGH MARCH 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)
Steven R. Kotarba (ARDC No. 6245278)
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: 4/30/03 DEBTOR-IN-POSSESSION

Print Name/Title:

Signature:

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

Phone:

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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

CONDENSED CONSOLIDATING STATEMENT OF OPERATIONS
FOR THE ONE MONTH ENDED MARCH 31, 2003
(\$ amounts in 000's)

UAL
CONSOLIDATING

Total operating revenues	1,288,429
Total operating expenses	1,474,764
Earnings (loss) from operations	<u>(186,335)</u>
Non-operating income (expenses):	
Net interest expense	(37,970)
Reorganization items	(226,599)
Other income (expenses), net:	(16,775)
Special charges	(136,648)
Total non-operating income (expenses):	<u>(417,992)</u>
Earnings (loss) before income taxes	<u>(604,327)</u>
Total tax provision (credit)	=
Net earnings (loss)	<u>(604,327)</u>

CASE NAME: UAL Corporation et al.

CASE NUMBERS : 02-48191 through 02-48218

Filed Entities of UAL Corporation ¹

SUMMARY OF CASH RECEIPTS AND CASH DISBURSEMENTS

For The Period Ending MARCH 31, 2003

(Amounts in US dollar \$)

BEGINNING BALANCE (ending balance February 28th 2003)

Operating Accounts - DOM	\$15,383,229
Operating Accounts - INT	\$17,263,577
London Overnight Investment Balance	\$0
Liquidity Pool	\$838,109,505
Restricted Cash ²	\$578,899,208
<i>Subsidiaries:</i>	
a. Mileage Plus, Inc.	\$539,209
b. Premier Meeting and Travel Services, Inc.	\$988,228
c. MyPoints.com, Inc.	\$21,545,023
d. Domicile Management Services, Inc.	\$253,394
e. UAL Loyalty Services, Inc.	\$1,913,284
f. United Aviation Fuel Corporation	\$807,106
TOTAL BEGINNING BALANCE	\$1,475,701,763

RECEIPTS (Summary of all domestic and international bank accounts):

1. Receipts from operations (<i>net of Intercompany receipts</i>)		\$1,253,847,698
2. Debtor -In-Possession Financing		\$91,857,947
3. Other receipts		\$73,995,945
TOTAL RECEIPTS	(A)	\$1,419,701,590

DISBURSEMENTS (Summary of all accounts):

1. Net payroll ³		
a. Officers		\$749,995
b. Non-Officer		\$206,638,763
2. Taxes paid or deposited:		
a. Federal Income Tax and FICA withholdings		\$91,655,410
b. State income tax w/held		\$10,939,663
c. State sales or use tax		\$143,710
d. Other ⁴		\$85,848,640
3. Necessary Operational Disbursements ⁵		
a. Operating Disbursements (<i>net of Intercompany disbursements</i>)		\$945,510,245
b. Transferred to escrows / restricted cash		-
c. Other necessary expenses		\$0

TOTAL DISBURSEMENTS (B) \$1,341,486,426

NET RECEIPTS (Line (A) less Line (B)) \$78,215,164

ENDING BALANCE (BEGINNING BALANCE PLUS NET RECEIPTS) \$1,553,916,927

Bank One Overnight Investment Account (month over month change)⁶ (\$3,851,613)

TOTAL ENDING BALANCE⁷ \$1,550,065,315

Check

ENDING BALANCE (as of March 31st)

Operating Accounts - DOM \$22,417,105

Operating Accounts - INT \$15,344,494

London Overnight Investment \$948,947

Liquidity Pool \$851,462,786

Restricted Cash² \$633,027,806

Subsidiaries:

Mileage Plus, Inc. \$395,654

Premier Meeting and Travel Services, Inc. \$589,214

MyPoints.com, Inc. \$22,934,091

Domicile Management Services, Inc. \$232,641

UAL Loyalty Services, Inc. \$1,654,810

United Aviation Fuel Corporation \$1,057,766

TOTAL ENDING BALANCE \$1,550,065,315

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 information for domestic entities only.

4 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.

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

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

7 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 ¹	BANK ACCTS: See Schedule F for list of bank accounts	
RECEIPT SOURCE	DESCRIPTION		AMOUNT
Domestic Operational Receipts	BANK ONE / JP MORGAN CHASE ACTIVITY		1,394,379,780
Domestic Operational Receipts	NON BANK ONE / JP MORGAN CHASE ACTIVITY		5,066,380
International Operational Receipts ²	BEG BALANCE (LESS) ENDING BALANCE		58,078,149
	PLUS NET REPATRIATION		
Total Operational Receipts	TOTAL DOMESTIC AND INTERNATIONAL ACTIVITY		1,457,524,309 (A)
Debtor-In-Possession Financing			91,857,947 (B)
Other Non-Operational Receipts ³	SEE FOOTNOTE BELOW		73,995,945 (C)
Less, Non-filing entities	NONE FOR THIS PERIOD		0

GROSS RECEIPTS (tie to bank statements)	1,623,378,201
(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES	203,676,611 (D)
NET RECEIPTS	\$1,419,701,590

Forward to MOR Summary:

Receipts from operations (<i>net of Intercompany receipts</i>)	1,253,847,698 (A-D)
Debtor - In-Possession Financing	91,857,947 (B)
Other receipts	73,995,945 (C)
	\$1,419,701,590

1 Includes receipt activity for United Airline's Liquidity Pool and the following subsidiaries: MyPoints.com, Inc., Premier Meeting & Travel

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 \$59,683,101.

3 Includes net activity related to the London overnight investment account, interest income (including stiff interest), aircraft sales, local station bank activity,

a refund of Debtor-In-Possession underwriting fees and transfers to restricted cash.

ENTITY:	LIQUIDITY POOL	BANK ACCTS: Bank One Acct. #51-67795 (see schedule F for details)
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RECEIPT SOURCE	DESCRIPTION	AMOUNT
Domestic Operational Receipts	BANK ONE / JP MORGAN CHASE ACTIVITY	1,129,377,304
Domestic Operational Receipts	NON BANK ONE / JP MORGAN CHASE ACTIVITY	-
		-
		-
Total Non-Bank One Receipts		-
International Operational Receipts ¹	BEG BALANCE (LESS) ENDING BALANCE	\$57,764,018
	PLUS NET REPATRIATION	
Total Operational Receipts	TOTAL DOMESTIC AND INTERNATIONAL ACTIVITY	1,187,141,323
Debtor-In-Possession Financing		91,857,947
Other Non-Operational Receipts ²	SEE FOOTNOTE BELOW	\$73,963,636
Less, Non-filing entities	NONE FOR THIS PERIOD	-

GROSS RECEIPTS	1,352,962,906
UAL	-
UAL Loyalty Services, Inc.	50,000
UAL Company Services, Inc.	-
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.	384,566
United Aviation Fuels Corporation	58,080,000
United Cogen, Inc.	-
Mileage Plus, Inc.	4,906
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	58,519,472
NET RECEIPTS	\$1,294,443,434

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 sales, local station bank activity and transfers to restricted cash.

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

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)	3,266,380
		-
		-
		-
Total Non-Bank One Receipts		3,266,380

International Operational Receipts	BEG BALANCE (LESS) ENDING BALANCE	-
Total Operational Receipts	TOTAL DOMESTIC AND INTERNATIONAL ACTIVITY	3,266,380
Other Non-Operational Receipts	INCLUDES INTEREST INCOME, PROCEEDS OF ASSET SALES, etc.	15,907
Less, Non-filing entities	NONE FOR THIS PERIOD	-

GROSS RECEIPTS (tie to bank statement)	3,282,287
(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES	-
NET RECEIPTS	\$3,282,287

BANK STATEMENT RECONCILIATION:

Beginning Balance	21,545,023
Receipts	3,282,287
Disbursements	(1,893,219)
Reconciled Ending Balance	\$22,934,091
Reported Ending Balance	\$22,934,091
<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)
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RECEIPT SOURCE	DESCRIPTION	AMOUNT
Domestic Operational Receipts	BANK ONE / JP MORGAN CHASE ACTIVITY	373,024
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	373,024
Other Non-Operational Receipts	INCLUDES INTEREST INCOME, PROCEEDS OF ASSET SALES, etc.	540
Less, Non-filing entities	NONE FOR THIS PERIOD	-
	GROSS RECEIPTS (tie to bank statement)	373,563
	(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES	-

NET
RECEIPTS

\$373,563

BANK STATEMENT
RECONCILIATION:

Beginning Balance	988,228
Receipts	373,563
Disbursements	(772,577)
Reconciled Ending Balance	\$589,214
Reported Ending Balance	\$589,214
Difference	\$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	1,800,000
		-
		-
		-
Total Non-Bank One Receipts		1,800,000
International Operational Receipts	BEG BALANCE (LESS) ENDING BALANCE	-
Total Operational Receipts	TOTAL DOMESTIC AND INTERNATIONAL ACTIVITY	1,800,000
Other Non-Operational Receipts	INCLUDES INTEREST INCOME, PROCEEDS OF ASSET SALES, etc.	12,503
Less, Non-filing entities	NONE FOR THIS PERIOD	-
	GROSS RECEIPTS (tie to bank statement)	1,812,503
	(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES	1,800,000
	NET RECEIPTS	\$12,503

BANK STATEMENT
RECONCILIATION:

Beginning Balance	539,209
Receipts	1,812,503
Disbursements	(1,956,058)
Reconciled Ending Balance	\$395,654
Reported Ending Balance	\$395,654
Difference	\$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	257,400,832
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	257,400,832
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)	257,400,832
	(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES (Provide detail above)	135,855,000
	NET RECEIPTS	\$121,545,832

BANK STATEMENT RECONCILIATION:

Beginning Balance	807,106
Receipts	257,400,832
Disbursements	(257,150,172)
Reconciled Ending Balance	\$1,057,766
Reported Ending Balance	\$1,057,766
<i>Difference</i>	\$0

ENTITY: **UAL LOYALTY SERVICES, INC.** BANK **BANK ONE ACCT. 11-01955, 11-02250,**
ACCTS: **10-61639, 11-33545**
(see schedule F for details)

RECEIPT SOURCE	DESCRIPTION	AMOUNT
Domestic Operational Receipts	BANK ONE / JP MORGAN CHASE ACTIVITY	7,228,620
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	7,228,620
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)	7,228,620
(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES	7,188,008
NET RECEIPTS	\$40,612

BANK STATEMENT RECONCILIATION:

Beginning Balance	\$1,913,284
Receipts	7,228,620
Disbursements	(7,487,094)
Reconciled Ending Balance	\$1,654,810
Reported Ending Balance	\$1,654,810
<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	314,131
Total Operational Receipts	TOTAL DOMESTIC AND INTERNATIONAL ACTIVITY	314,131
Other Non-Operational Receipts	INCLUDES INTEREST INCOME, PROCEEDS OF ASSET SALES, etc.	3,359
Less, Non-filing entities	NONE FOR THIS PERIOD	-

GROSS RECEIPTS (tie to bank statement)	317,490
(MINUS) TRANSFERS FROM OTHER ACCOUNTS / ENTITIES	314,131
NET RECEIPTS	\$3,359

BANK STATEMENT RECONCILIATION:

Beginning Balance	253,394
Receipts	317,490
Disbursements	(338,243)
Reconciled Ending Balance	\$232,641
Reported Ending Balance	\$232,641
<i>Difference</i>	\$0

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

BY APO DISBURSEMENT TYPE

(based on Cleared Check Date):

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER		749,995 (A)
xxx	PAYROLL NON-OFFICER		206,638,763 (B)
04	AVIATION FUEL ²	(SEE FUEL SUMMARY BELOW)	473,256,490
06	CATERING		27,985,834
03	RECURRING RENT		45,000,757
01	GENERAL PAYABLES		413,269,844
17	INSURANCE		31,178,025
18	LANDING FEES		22,456,766
xxx	OTHER		136,039,141
	SUBTOTAL EXCLUDING PAYROLL		1,149,186,856 (C)

GROSS DISBURSEMENTS (tie to bank statement) 1,356,575,614

(MINUS)TRANSFERS TO OTHER ACCOUNTS / ENTITIES 203,676,611 (D)

TAXES:

a. Federal Income Tax and FICA withholdings 91,655,410

b. State income tax w/held 10,939,663

c. State sales or use tax 143,710

d. Other ³ 85,848,640

TOTAL TAXES 188,587,423 (E)

NET MONTHLY DISBURSEMENTS \$ 1,341,486,426

Forward to MOR Summary:

Officers Payroll	749,995 (A)
Non-Officer Payroll	206,638,763 (B)
Taxes	188,587,423 (E)
Necessary Operational Disbursements (less intercompany transfers)	945,510,245 (C-D)
	\$ 1,341,486,426

1 Includes disbursement activity for all filing entities of UAL Corporation (refer to page 4).

2 Fuel Summary:

UAFC Fuel Disbursements	257,150,172
United Fuel Disbursements	216,106,318
Total Fuel Disbursements	473,256,490
Less: Intercompany Transfers	(193,935,000)
Fuel Disbursements	\$ 279,321,490

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 ¹** BANK ACCTS: **See Schedule F for list of bank accounts**

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 ¹	52,358
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	52,358

GROSS DISBURSEMENTS (tie to bank statement) 52,358

(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 ² -
TOTAL TAXES -

NET MONTHLY DISBURSEMENTS 52,358

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.

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

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

	NOTES:	AMOUNT:
xxx	PAYROLL OFFICER	749,995
xxx	PAYROLL NON-OFFICER	205,402,448
04	AVIATION FUEL (Includes intercompany transfer to UAFC, see below)	216,106,318
06	CATERING	27,985,834
03	RECURRING RENT	45,000,757
01	GENERAL PAYABLES	405,563,173
17	INSURANCE	31,178,025
18	LANDING FEES	22,456,766
xxx	OTHER ²	136,039,141
	SUBTOTAL EXCLUDING PAYROLL	884,330,013

GROSS DISBURSEMENTS (tie to bank statement) 1,090,482,457

(MINUS)TRANSFERS TO OTHER ACCOUNTS / ENTITIES

MyPoints.com, Inc.	-
Premier Meeting and Travel Services, Inc.	-
Mileage Plus, Inc.	1,800,000
United Aviation Fuels Corporation	135,855,000
UAL Loyalty Services, Inc.	7,188,008
Domicile Management Services, Inc.	314,131
TOTAL TRANSFERS TO OTHER	145,157,139

ACCOUNTS / ENTITIES

TAXES:

a. Federal Income Tax and FICA withholdings	91,215,004
b. State income tax w/held	10,863,421
c. State sales or use tax	140,823
d. Other (specify) ³	82,663,029
TOTAL TAXES	184,882,277

NET MONTHLY DISBURSEMENTS \$ 1,130,207,595

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.

ENTITY:	UAL LOYALTY SERVICES, INC ¹	BANK ACCTS:	BANK ONE ACCT. 11-01955, 11-02250, 10-61639, 11-33545 (see schedule F for details)
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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		4,307,094
17 INSURANCE		-
18 LANDING FEES		-
xxx OTHER		-
SUBTOTAL EXCLUDING PAYROLL		4,307,094

GROSS DISBURSEMENTS (tie to bank statement) 4,307,094

(MINUS)TRANSFERS TO OTHER ACCOUNTS / ENTITIES 50,000

TAXES:

a. Federal Income Tax and FICA withholdings	-
b. State income tax w/held	-
c. State sales or use tax	-
d. Other ²	3,180,000
TOTAL TAXES	3,180,000

NET MONTHLY DISBURSEMENTS \$ 7,437,094

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:

Fallon Minneapolis	490,762
GetThere LP	484,161

ENTITY: **MILEAGE PLUS HOLDINGS, INC ¹** 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 ²	-
	TOTAL TAXES	-
	NET MONTHLY DISBURSEMENTS	-

1 Disbursement activity conducted through UAL Loyalty Services, Inc.

2 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.

ENTITY: **MILEAGE PLUS MARKETING, INC ¹** 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 ² -
TOTAL TAXES -

NET MONTHLY DISBURSEMENTS -

1 Disbursement activity conducted through UAL Loyalty Services, Inc.

2 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.

ENTITY: **CONFETTI, INC ¹** 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 ² -
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: **UAL COMPANY SERVICES, INC.** ¹ 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) align="right">-

(MINUS)TRANSFERS TO OTHER ACCOUNTS / ENTITIES align="right">-

TAXES:
a. Federal Income Tax and FICA withholdings align="right">-
b. State income tax w/held align="right">-
c. State sales or use tax align="right">-
d. Other ² align="right">-
TOTAL TAXES align="right">-

NET MONTHLY DISBURSEMENTS align="right">-

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.** ¹ AND **SUBSIDIARIES** BANK ACCTS: **Fleet Bank # 55157711**
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	473,609
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	1,419,610
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	1,419,610

GROSS DISBURSEMENTS (tie to bank statement) 1,893,219

(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 ² -
TOTAL TAXES -

NET MONTHLY DISBURSEMENTS \$ 1,893,219

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. ¹**

Fleet Bank # 55157711
Wells Fargo #449-6837055, 10765100
BANK **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 -

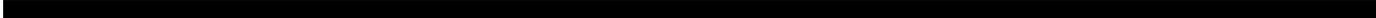
d. Other ² -

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.



		Fleet Bank #	
		55157711	
		Wells Fargo #449-6837055,	
		10765100	
ENTITY:	iTARGET.COM,	BANK	Silicon Valley Bank
	INC. ¹		#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 ² -

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.

		Fleet Bank # 55157711
		Wells Fargo #449-6837055, 10765100
	BANK	Silicon Valley Bank #3300066117, 3300042163
ENTITY:	MYPOINTS OFFLINE SERVICES, INC. ¹	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 ²	-
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.

		Fleet Bank # 55157711
		Wells Fargo #449-6837055, 10765100
	BANK	Silicon Valley Bank #3300066117, 3300042163
ENTITY:	MYPOINTS OFFLINE SERVICES,	ACCTS: Silicon Valley Bank

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 ² -
 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.

ENTITY: **UNITED BIZJET HOLDINGS, INC.¹** BANK ACCTS: **Bank One #10-96072**
 (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 ² -
TOTAL TAXES -

NET MONTHLY DISBURSEMENTS -

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.** ¹ 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 ² -
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 FRACTIONAL, INC. 1	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 ²	-
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. ¹	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 ² -
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: **KION LEASING, INC. ¹** 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	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 ² -
TOTAL TAXES -

**NET MONTHLY
DISBURSEMENTS**

1 Approximated from Income Statement for the month ended March 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: **PREMIER MEETING AND TRAVEL SERVICES, INC.** BANK
ACCTS: **Bank One 5578531**
(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 ²		772,577
17 INSURANCE		-
18 LANDING FEES		-
xxx OTHER		-
SUBTOTAL EXCLUDING PAYROLL		772,577

GROSS DISBURSEMENTS (tie to bank statement) 772,577

(MINUS)TRANSFERS TO OTHER ACCOUNTS / ENTITIES 384,566

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

NET MONTHLY DISBURSEMENTS \$ 388,011

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:

Transportation/Excursions	\$48,341
Airline Tickets	\$291,806

ENTITY: **UNITED AVIATION FUELS CORPORATION** BANK
ACCTS: **NORTHERN TRUST ACCT. 792705**
(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	257,150,172
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES	-
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	257,150,172

GROSS DISBURSEMENTS (tie to bank statement) 257,150,172

(MINUS)TRANSFERS TO OTHER ACCOUNTS / ENTITIES 58,080,000

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

NET MONTHLY DISBURSEMENTS \$ 199,070,172

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.

ENTITY: **UNITED COGEN , INC.** 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	Payroll disbursed through United Airlines	-
xxx	PAYROLL NON-OFFICER		-
04	AVIATION FUEL		-
06	CATERING		-
03	RECURRING RENT		-
01	GENERAL PAYABLES		148,281
17	INSURANCE		-
18	LANDING FEES		-
xxx	OTHER		-
	SUBTOTAL EXCLUDING PAYROLL		148,281

GROSS DISBURSEMENTS (tie to bank statement) 148,281

(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 ¹	-
TOTAL TAXES	-
NET MONTHLY DISBURSEMENTS	148,281

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.

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

BY APO DISBURSEMENT TYPE

(based on Cleared Check Date):

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON-OFFICER	727,988
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES ¹	707,852
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	707,852

GROSS DISBURSEMENTS (tie to bank statement) 1,435,840

(MINUS) TRANSFERS TO OTHER ACCOUNTS / ENTITIES 4,906

TAXES:

a. Federal Income Tax and FICA withholdings	439,743
b. State income tax w/held	76,242
c. State sales or use tax	12
d. Other ²	4,221
TOTAL TAXES	520,218

NET MONTHLY DISBURSEMENTS \$ 1,951,152

¹ Primary drivers of the general payables are the following:

Health	\$370,866
Insurance	
Rent	\$46,491

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 GHS, INC. ¹** 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 ² -
 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: **UNITED WORLDWIDE CORPORATION ¹** 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 ²

-

TOTAL TAXES

-

**NET MONTHLY
DISBURSEMENTS**

-

1 Approximated from Income Statement for the month ended
March 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: **UNITED VACATIONS,
INC. ¹** 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 ²

-

TOTAL TAXES

-

NET MONTHLY

-

DISBURSEMENTS

1 Approximated from Income Statement for the month ended March 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:	FOUR STAR LEASING, INC. ¹	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 ²	-
TOTAL TAXES	-

NET MONTHLY DISBURSEMENTS -

1 Approximated from Income Statement for the month ended March 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:	AIR WISCONSIN, INC. ¹	BANK ACCTS: 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	302
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	302

GROSS DISBURSEMENTS (tie to bank statement) 302

(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 ² -
TOTAL TAXES -

NET MONTHLY DISBURSEMENTS 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.

ENTITY: **AIR WISCONSIN SERVICES, INC** ACCTS: **List Accounts per attached list**
1 (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 ² -
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:	DOMICILE MGMT SERVICES, INC.	BANK ACCTS: Citibank #0-157487-016
---------	---	--

**BY APO DISBURSEMENT
TYPE**

*(based on Cleared Check
Date):*

NOTES:

AMOUNT:

xxx	PAYROLL OFFICER	-
xxx	PAYROLL NON- OFFICER	34,718
04	AVIATION FUEL	-
06	CATERING	-
03	RECURRING RENT	-
01	GENERAL PAYABLES ¹	298,597
17	INSURANCE	-
18	LANDING FEES	-
xxx	OTHER	-
	SUBTOTAL EXCLUDING PAYROLL	298,597

GROSS DISBURSEMENTS (tie to bank statement)	333,315
--	----------------

(MINUS)TRANSFERS TO OTHER ACCOUNTS / ENTITIES	-
---	---

TAXES:	
a. Federal Income Tax and FICA withholdings	663
b. State income tax w/held	-
c. State sales or use tax	2,875
d. Other ²	1,390
TOTAL TAXES	4,928

NET MONTHLY DISBURSEMENTS	\$ 338,243
--------------------------------------	-------------------

1 Primary drivers of the general payables are the following:

Narita Excel Hotel Tokyo	\$ 184,060
Ryoso Grand Transportation	\$33,071

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.

**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 March 31, 2003

Signature

Print Name
and Title

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.

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 Plant 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;
w 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
BAYERISCHE LAANDESBANK	AIRCRAFT	03/03/03	4,845,321.84			
PHILIP MORRIS CAPITAL CORPORATION	AIRCRAFT	03/03/03	6,188,000.00			
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	03/03/03	1,619,062.50			
US BANK	AIRCRAFT	03/04/03	130,000.00			
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	03/04/03	678,750.00			
CORPORATE TRUST SERVICES	AIRCRAFT	03/10/03	80,000.00			
US BANK	AIRCRAFT	03/10/03	1,350,000.00			
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	03/10/03	1,700,000.00			
WILMINGTON TRUST COMPANY	AIRCRAFT	03/10/03	270,000.00			
US BANK	AIRCRAFT	03/14/03	36,885,035.43			
WILMINGTON TRUST COMPANY	AIRCRAFT	03/14/03	116,666.75			
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	03/17/03	2,242,031.25			
JP MORGAN CHASE BANK	AIRCRAFT	03/21/03	1,760,000.00			
US BANK	AIRCRAFT	03/28/03	4,812.00			
ABN AMRO N.V.	AIRCRAFT	03/31/03	428,213.40			
HELIOS LEASE	AIRCRAFT	03/31/03	358,004.55			
MITSUBISHI TRUST & BANKING CORP.	AIRCRAFT	03/31/03	973,992.15			
PHILIP MORRIS CAPITAL CORPORATION	AIRCRAFT	03/31/03	2,210,000.00			
PK AIR	AGENCY FEE	03/31/03	295,785.21			
SMBC	AIRCRAFT	03/31/03	575,870.06			
SOCIETE GENERALE	AIRCRAFT	03/31/03	400,042.86			
UT FINANCE CORP	AIRCRAFT ENGINE	03/31/03	166,366.13			
WACHOVIA TRUST COMPANY, NA	AIRCRAFT	03/31/03	195,000.00			
WELLS FARGO BANK NORTHWEST, N.A.	AIRCRAFT	03/31/03	21,519,087.31			
WESTDEUTSCHE LANDESBANK GIROZCENTRALE	AIRCRAFT	03/31/03	649,934.24			
TOTAL			\$85,641,975.68			

PROFESSIONAL GROUP	DATE OF COURT ORDER AUTHORIZING PAYMENT	MONTH AMOUNT AUTHORIZED	MONTH AMOUNT PAID
Huron Consulting Group LLC	n/a	1,014,490.83	1,014,490.83
Kirkland & Ellis	n/a	2,838,437.00	2,838,437.00
Paul Hastings Janofsky & Walker	n/a	164,727.27	164,727.27
Piper Rudnick LLP	n/a	355,307.06	355,307.06
Poorman-Douglas Corporation	n/a	850,218.14	850,218.14
Sonnenschein Nath & Rosenthal	n/a	722,376.60	722,376.60
Uniform Creditors Committee	n/a	316.00	316.00
Vedder Price Kaufman & Kamholz	n/a	846,962.70	846,962.70

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 March 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 ¹	\$1,044,928,468		\$945,048,018	\$942,516,389	\$2,531,629	
Add: sales on account	\$1,206,120,762					
Less: collections	(\$1,306,142,792)					
Less: Write-offs and Clearing	(\$2,390,049)					
End of month balance	\$942,516,389					
		0 - 30 Days ²	31 - 60 Days ²	61 - 90 Days ²	Over 90 Days ²	End of Month Total
		\$822,816,808	\$46,183,303	\$27,332,975	\$46,183,303	\$942,516,389

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

2 Accounts receivable aging based on a 1 month historical percentage.

**STATEMENT OF ACCOUNTS
PAYABLE (POST PETITION)**

Consolidated Filing Entities		Tie -out	Consol. A/P	Filed Entities	Non-Filed Entities	
Beginning of month balance ¹	\$224,939,527		\$149,967,943	\$147,821,205	\$2,146,738	
Add: credit extended	\$1,042,208,156					
Less: payments on account	\$1,119,326,478					
End of month balance	\$147,821,205					
		0 - 30 Days	31 - 60 Days ²	61 - 90 Days ²	Over 90 Days ²	End of Month Total
		\$147,742,801	\$59,802	\$18,602	\$0	\$147,821,205

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 180 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
ALPINE BANK CO	Grand Junction, CO	n/a
AMSOUTH BANK	Birmingham, AL	n/a
AMSOUTH BANK	Knoxville, TN	n/a
ASSOCIATED BANK -WI	Madison, WI	n/a
BANK OF AMERICA	Chicago, IL	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	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 BANK	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 BANK	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
MERCANTILE TRUST & SAVINGS	Quincy, IL	n/a
MONTROSE BANK CO	Montrose, CO	n/a
NATIONAL CITY BANK	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 M/IL	Peoria, IL	n/a
NATIONAL CITY BANK OF M/IL (AW)	Springfield, IL	n/a
NORTHERN TRUST	Chicago, IL	n/a
NORTHERN TRUST	Chicago, IL	n/a
NORTHERN TRUST	Chicago, IL	n/a

TRUST BANK (WHQ Deposits)		
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
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	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
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 #
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	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 wages are paid to a third party payroll service, Ernst & Young, LLP., with the exception of Mileage Plus who pays such tax related payments to Automatic Data Processing.