

**UAL Corporation
United Airlines, Inc.**

November __, 2002

Mr. Gregory E. Davidowitch, President
UAL/AFA Master Executive Council
Association of Flight Attendants
6400 Shafer Court, Suite 250
Rosemont, IL 60018

Dear Mr. Davidowitch:

Attached to this letter are the Letter of Agreement regarding the Economic Recovery Program and Exhibits A through G negotiated by and between the UAL Corporation ("UAL"), United Airlines, Inc. (the "Company") and the Association of Flight Attendants (the "Association" or "AFA") in complete and final form (collectively, the "Recovery Agreements").

I write to confirm our agreement that UAL, the Company and the Association will execute and implement the attached Recovery Agreements upon the satisfaction of each of the following business conditions to the Economic Recovery Program:

- the closing of a loan facility for the Company guaranteed in substantial part by the Air Transportation Stabilization Board on terms and in an amount reasonably acceptable to the Association and the Company; and
- participation in the Recovery Program by the Company's other labor groups on terms reasonably acceptable to the Association and the Company.

In the event these conditions are not satisfied on or before December 31, 2002, this letter will terminate and become null and void in its entirety, and neither the Company nor the Association will have any obligation to implement the Recovery Agreements in whole or in part.

If this letter accurately reflects our understanding, please sign and return two (2) copies for our files.

Sincerely,

Glenn F. Tilton
Chairman, President and Chief Executive Officer

Accepted and agreed to
this ____ day of _____, 2002.

Patricia A. Friend
International President
Association of Flight Attendants, AFL-CIO

Gregory E. Davidowitch
UAL-MEC President
Association of Flight Attendants, AFL-CIO