

Delta and Wheels Up Partner to Make Private Aviation More Accessible to Individual and Corporate Customers

- Delta Private Jets to combine with Wheels Up, establishing one of the world's largest owned and managed fleets of private aircraft.
- Partnership between Delta and Wheels Up will provide more consumers with unique access to Wheels Up's private aviation platform and programs alongside Delta's global network, creating unparalleled travel experiences in private and commercial aviation.
- Wheels Up's membership programs, innovative digital platform and world-class lifestyle experiences will be paired with Delta Private Jets' renowned reliability, safety, service and scale.
- Delta Air Lines will hold an equity position in Wheels Up.

ATLANTA, Dec. 12, 2019 – Delta Air Lines (NYSE: DAL) and Wheels Up are partnering to create one of the world's largest owned and managed fleets of private aircraft. The partnership will make private aviation accessible to more consumers and provide unparalleled travel options.

The companies have reached a definitive agreement for Delta Private Jets, a wholly owned subsidiary of Delta, to combine with Wheels Up. The transaction will pair Wheels Up's membership programs, innovative digital platform and world-class lifestyle experiences with Delta Private Jets' renowned reliability, safety, service and scale. When the transaction closes, Wheels Up will have a fleet of more than 190 private aircraft and over 8,000 members and customers. Delta will also hold an equity position in Wheels Up.

"This groundbreaking partnership will democratize private aviation – making the convenience of private jet travel accessible to more consumers," said Delta CEO Ed Bastian. "Wheels Up's lifestyle experiences and innovative digital platform, combined with the scale and service of Delta Private Jets, help further Delta's mission of connecting people and communities worldwide through travel. This agreement is the latest step in Delta's ongoing effort to build partnerships that extend Delta's brand beyond its core business."

"Bringing together our complementary businesses, which represent the best consumer brands in private and commercial aviation, is transformative and a first for the industry," said Wheels Up's Founder and CEO, Kenny Dichter. "The combination of Wheels Up and Delta Private Jets, along with the partnership commitments between Delta and Wheels Up, aligns with our growth objectives and vision of building a platform that will make private flying and the private flying lifestyle accessible to significantly more individuals and businesses in the US and around the world."

The transaction will provide an array of new products and valuable features for existing and prospective customers of Wheels Up, Delta Private Jets and Delta to make private aviation travel more accessible to all. Details will be announced when the transaction closes.

Wheels Up Founder and CEO Kenny Dichter will continue in his role leading the Wheels Up senior management team as it builds its partnership with Delta. Additionally, Wheels Up is committed to providing ongoing career opportunities for Delta Private Jets employees, who provide world-class private travel, safety and service.

The transaction is expected to close early next year, and in the interim, Delta Private Jets and Wheels Up will continue to serve and communicate with their existing employees, customers, members, partners and vendors in the same manner in which they do today.

The transaction is subject to customary closing conditions and required governmental and regulatory approvals. Financial terms of the transaction will not be disclosed, and there is no expected impact to Delta's 2019 financial guidance.

About Delta

Delta Air Lines (NYSE: DAL) is the U.S. global airline leader in products, services, innovation, reliability and customer experience. Powered by its 80,000 people around the world, Delta continues to invest billions in its people, delivering a world-class travel experience and generating industry-leading shareholder returns. With its constant drive to invest, innovate and expand, Delta today is the world's No. 1 airline by total revenues. Delta serves nearly 200 million people every year, taking customers across its industry-leading global network to more than 300 destinations in over 50 countries. Headquartered in Atlanta, Delta offers more than 5,000 daily departures and as many as 15,000 affiliated departures including the premier SkyTeam alliance,

of which Delta is a founding member. Delta has been recognized as a Fortune's top 50 Most Admired Companies in addition to being named the most admired airline for the eighth time in nine years. Additionally, Delta has ranked No.1 in the Business Travel News Annual Airline survey for an unprecedented eight consecutive years and named one of Fast Company's Most Innovative Companies Worldwide for two consecutive years. More about Delta can be found on the Delta News Hub as well as delta.com, via [@DeltaNewsHub](https://twitter.com/DeltaNewsHub) on Twitter and [Facebook.com/delta](https://facebook.com/delta).

About Wheels Up

Wheels Up is a leading private aviation company that delivers a total aviation solution. Created and led by renowned entrepreneur Kenny Dichter, the company offers three membership options—Connect, Core, and Business—that significantly reduce the cost to fly privately, while providing over 8,000 members across North America with unparalleled safety, service, flexibility, and quality. Wheels Up gives members access to one of the world's largest owned and managed fleets of nearly 200 private aircraft—as well as the Program Fleet, which includes over 1,250 Wheels Up safety-vetted and verified partner aircraft in the Light, Midsize, Super-Mid, and Large-Cabin Categories. Many of these options can be booked instantly.

Connect Members receive access to all aircraft on an as-available basis. For Core and Business Members, access is guaranteed on the King Air 350i, as available on the Citation Excel/XLS and Citation X, and guaranteed at the category level on the Program Fleet. Core and Business Members enjoy aircraft availability with real-time dynamic pricing backed by capped hourly rates for time flown only, up to 365 days a year and with as little as 24 hours' notice.

Popular features such as Shared Flights, empty-leg Hot Flights, Shuttles, and The Community, an online platform of members-only forums to facilitate flight sharing, enable members to further reduce their cost of flying private. Through a groundbreaking partnership with Delta Air Lines, members have unique access and exclusive cross-platform benefits. Renowned events and benefits from among the world's preeminent lifestyle brands make up the company's Wheels Down program.

To learn more about Wheels Up, go to [Wheels Up.com](http://WheelsUp.com). Follow Wheels Up on [Facebook](#) | [Twitter](#) | [Instagram](#) | [Google](#).

Wheels Up Partners LLC ("Wheels Up") does not operate aircraft; FAA licensed and DOT registered air carriers participating in the program exercise full operational control of all flights offered by or arranged through Wheels Up. For on-demand flights and shuttle flights operated as scheduled service, Wheels Up acts solely as an agent for Wheels Up members and guests in arranging these flights on their behalf. For shuttle flights operated as Public Charter service, Wheels Up acts as principal in offering these flights subject to the DOT's Public Charter rules contained in 14 CFR Part 380. All aircraft owned or leased by Wheels Up are leased to the operating air carrier and are operated exclusively by that air carrier.

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About Delta Private Jets

Delta Private Jets, Inc., a wholly owned subsidiary of Delta Air Lines (NYSE: DAL), provides aircraft charter services, aircraft management, and its distinctive membership programs, the Delta Private Jets Card and Sky Access. The company operates an FBO (Fixed Base Operation), the Delta Jet Center, at the Cincinnati/Northern Kentucky International Airport (CVG), as well as Tech Service Centers located at the Cincinnati/Northern Kentucky International Airport (CVG) and the Fort Lauderdale-Hollywood International Airport (FLL), which provide comprehensive Maintenance, Repair, and Overhaul facilities (MRO). Delta Private Jets combines more than 30 years of experience serving the needs of luxury travelers for business and pleasure with the resources of one of the world's largest airlines to provide a truly innovative travel solution. With more than 70 WiFi-equipped aircraft in the fleet (light, midsize, super-midsize, large, and long-range), Delta Private Jets consistently receives awards for outstanding customer service and has continuously held the coveted ARGUS Platinum safety rating longer than any other operator in the world. Flights are operated by Delta Private Jets, Inc., an FAA-certificated Part 135 air carrier, or by another FAA-certificated Part 135 or Part 121 air carrier. Additional information is available at deltaprivatejets.com.