



"We Move America"

Transport Workers Union of America, AFL-CIO

Harry Lombardo
International President

John Samuelson
International Executive Vice President

Alex Garcia
International Secretary-Treasurer

John Bland
Administrative Vice President

Gary E. Maslanka
Administrative Vice President

Executive Council

Vice Presidents

Patricia Bowden

Charles Cerf

Michael Conigliaro

Dale Danker

Sean Doyle

Garry Drummond

Jerome Lafragola

Tom Lenane

Carl Martin

Thom McDaniel

Curtis Tate

Tony Utano

James Whalen

Council Members

Delisa Brown

Joe Carbon

John Chiarello

Brian Clarke

LaTonya Crisp-Sauray

John Feltz

Horace Marves

Gary Shults

Kevin Smith

Executive Board

Matthew Ahern

Bedennia Barnes

Richard Boehm

Jon Bradford

Ralph Darnell

Richard Davis

Derick Echevarria

Fred Fink

Todd Gage

Angel Giboyeaux

Amy Griffin

Jim Guido

Kevin Harrington

Maurice Jenkins

Don May

Mike Mayes

John Menshon

Vincent Modafferi

Benyoel Morgan

Thomas Murray

J.P. Patafio

John Plowman

Daniel Rivera

Richard Rocco

Audrey Stone

Dane Stricoff

Robert Taylor

Luis Ventura

David Virella

Clarence Washington

Eric Williams

December 4, 2013

TO: TWU/AA Members

RE: AA Equity Distribution

Dear Brothers and Sisters:

The closing of the merger between American Airlines and US Airways is now upon us, and as a result, the distribution to TWU-represented employees of equity in the new merged company is also imminent—the current plan is for it to take place on Monday, December 9, 2013. We are told that a letter from the company explaining to you many of the nuts and bolts of the mechanics of distribution is now on its way to you, and should answer many of your questions about the distribution. In addition, we have previously provided you with information regarding the TWU Equity Distribution Plan concerning the allocation of equity among TWU-represented employees. This Plan, developed by a Committee of AA Presidents has been communicated to you in detail over the past months, both in road show visits to various bases, and in written material posted on the TWU Website; the Plan itself has been, and is still posted on the TWU website, www.twu.org, as is a Power Point presentation, and a copy of an explanatory letter that was sent to all of you.

If all goes as planned, approximately 50% of the amount of equity allotted to TWU represented AA employees will be distributed on December 9 (according to the company); an additional distribution is likely 120 days later, and distributions in between are possible, depending on developments. If you were found, through the TWU procedure, to be eligible to receive a distribution, the common stock shares allotted to you, in accord with the TWU Plan, and the confirmed AA payroll data, will be deposited in your Computershare account. This will be done without the need for you to do anything to enable it to happen. You should be aware that the law requires that the appropriate number of shares be withheld from your shares in order to pay the necessary Federal State and Local taxes; thus, the total number of shares deposited in your account will not be your allotted share, but that share minus required withholdings.

Please recall that you have been sent prior notices by TWU informing you of the initial determination of your eligibility for equity under the TWU Plan, and the payroll data relevant to calculating your equity share that was received from AA; all AA employees in



TWU classes or crafts were given the opportunity to appeal from any determination of eligibility or what they may have regarded as inaccurate payroll information. Many such appeals were received, and appropriate adjustments were made; the time period for filing such appeals has now passed. However, if anyone believes that the shares actually distributed to him/her on December 9 or thereafter is not in accord with the number of shares he/she should receive (under the TWU Plan for allocation/distribution), then he/she should raise this issue for determination by the TWU Equity Appeals Committee by submitting an appeal to:

**TWU Equity Distribution Appeals Committee
c/o The Labor Bureau, Inc.
1420 King Street, Suite 500
Alexandria, VA 22314**

Again, any such appeal may not re-raise the issues of eligibility or payroll information; the appeal is limited to the issue of whether the employee received the number of shares he should have received under the Plan.


Once you have received your shares in the merged company, you will, shortly afterwards, be able to do what you wish with them: to sell them, or to hold in your Computershare account, or to transfer them to a different broker account--though it may be important to your tax status to complete the W-9 certification process prior to selling your shares. (Note too that there will be fees for sale or transfer of the stocks; for example: \$15 per sale transaction, plus an additional \$.03 per share; and, for transfers, a \$25 transfer fee).

Important: TWU, its Locals and/or its professional advisors are not providing you or any individual TWU-represented AA employee with any financial, investment or tax advice or planning strategies and you should not construe anything in this or any other TWU communication (including on any TWU or local website) as financial, investment, tax, planning or legal advice – including regarding whether or not you should sell your shares. TWU, its locals and any of its professionals make no recommendation concerning investment or tax strategies employed by individual TWU-represented AA employees. Please consult your personal investment or tax advisor for any such advice.

We are proud of the way in which TWU has developed its Equity Distribution Plan: of the early communication of the proposed Plan to members before the Plan was finalized; of the openness of our AA Presidents to member views of the Plan; and of the massive labor involved in calculating

individual eligibility and appropriate allotments, followed by providing each of you with the initial determinations, and an opportunity to secure any changes that were called for by the facts. We look forward to a smooth and successful distribution of the equity, and to your being able to dispose of your share in accord with your own personal wishes. We hope that your questions about this procedure will be answered by the soon to arrive AA letter, and the documents posted on the TWU website, but we will attempt to answer unanswered questions as they are posed to us.

Fraternally,

A handwritten signature in blue ink, appearing to read "Garry Drummond", with a stylized flourish at the end.

Garry Drummond
Director Air Transport Division

GD:kla
Opeiu 153

C: IAC
ATD Staff