

SOUTHWEST AIRLINES CO.

AUDIT COMMITTEE PROCEDURES FOR REPORTING COMPLAINTS OR CONCERNS REGARDING ACCOUNTING, INTERNAL ACCOUNTING CONTROLS, OR AUDITING MATTERS

Pursuant to the requirements of the Sarbanes-Oxley Act of 2002 and the regulations promulgated thereunder, the requirements of the Securities and Exchange Commission, and the New York Stock Exchange Listed Company Manual, the Audit Committee of Southwest Airlines Co. adopts the following procedures:

Guidelines for Submission of Reports

The Audit Committee adopts the Guidelines attached hereto as Appendix A for the confidential, anonymous submission of Employee complaints regarding accounting, internal accounting controls, or auditing matters, or concerns regarding questionable accounting or auditing matters. In the discretion of the Audit Committee, the responsibilities of the Audit Committee created by these procedures may be delegated to the Chairman of the Audit Committee or to any one or more members of the Audit Committee.

Procedures for Receiving Reports; Results of Investigation

The Audit Committee adopts the following procedures for the receipt, retention, and treatment of complaints received by Southwest Airlines Co. (the “Company” or “Southwest”) regarding accounting, internal accounting controls, or auditing matters or concerns regarding questionable accounting or auditing matters. Any report made pursuant to the attached Guidelines shall be promptly reported to the Audit Committee by the person receiving the report.

Each such report forwarded to the Audit Committee and each report that is made directly to the Audit Committee shall be reviewed by the Audit Committee, which may, in its discretion, consult with any member of management. If the Audit Committee determines that management should investigate the report, the Audit Committee will notify the General Counsel of that conclusion. The General Counsel shall thereafter promptly investigate the report and shall report the results of this investigation to the Audit Committee. The General Counsel shall determine what other external or internal resources (*e.g.*, People, Corporate Security, Internal Audit, Labor and Employee Relations, outside counsel, etc.), if any, are needed to assist in the investigation.

If the Audit Committee determines that it should investigate the report, the Audit Committee shall promptly determine what professional assistance, if any, it needs in order to conduct the investigation.

If a formal investigation is required, the General Counsel will keep the person making the report, if identified, apprised of the investigation. The results of the investigation will be

communicated to the person making the report, if identified, and, if appropriate, to all others directly involved in the matter under investigation.

Records

Appropriate records relating to any report made pursuant to the Guidelines shall be retained for seven years.

Appendix A

Southwest Airlines Co. Guidelines for Reporting Complaints or Concerns Regarding Accounting, Internal Accounting Controls, or Auditing Matters

Introduction

We place a high value on honesty, integrity, and personal responsibility. We have established a number of policies relating to what all Southwest Employees should consider common sense – Southwest must comply with all laws. These Guidelines are intended to provide Southwest Employees and others guidance in the event they have any (i) complaints regarding questionable accounting, internal accounting controls, or auditing matters; or (ii) concerns regarding questionable accounting or auditing matters. Any complaints or concerns may be reported anonymously. Please note, however, that it may assist the Company's investigation of your concerns if we can contact you for further information. In either case, as noted on the attached Confidential Reporting Form, completion of such form is a protected activity.

These Guidelines are adopted in order to comply with the Sarbanes-Oxley Act of 2002 and the regulations promulgated thereunder, the requirements of the Securities and Exchange Commission, and the New York Stock Exchange Listed Company Manual.

Reports of Complaints or Concerns about Suspected Violations

As set out in our Code of Ethics (available on Southwest's Intranet website), if you suspect or have any concerns about any possible violations of law or regulation, or any Southwest internal policy, such as Southwest's Code of Ethics, your first action should be to promptly address the matter with your supervisor. If that is not possible for some reason or if this action does not resolve the matter, it is your responsibility to promptly report the matter to Southwest's General Counsel.

If you have a complaint or concern specifically relating to Southwest's accounting, internal accounting controls, or auditing matters it may be made in the above manner OR may be made directly to the Audit Committee of the Board of Directors of Southwest. The attached sample Confidential Reporting Form may be used for this purpose. As noted on the attached form, correspondence with the Audit Committee should be addressed to the attention of the Chairman of the Audit Committee, Southwest Airlines Co., P.O. Box 36611, 2702 Love Field Drive, Dallas, Texas 75235.

No Retaliation; Results of Investigation

We do not allow retaliation for reports made in good faith by Employees, for participating in any related investigations, or for participating in any remediation. The cooperation by Employees in internal investigations of violations they report is expected and is helpful to Southwest. Any report made by an Employee can be anonymous if desired. Any such report shall be kept confidential by Southwest. If a formal investigation is required, the Company will keep the person making the report, if identified, apprised of the investigation. The

results of the investigation will be communicated to the person making the report, if identified, and, if appropriate, to all others directly involved in the matter under investigation.

As adopted by the Audit Committee on September 20, 2017.

SOUTHWEST AIRLINES CO.
CONFIDENTIAL REPORTING FORM
FOR COMPLAINTS OR CONCERNS

Instructions: This form may be used to report (i) complaints regarding accounting, internal accounting controls, or auditing matters or (ii) concerns regarding questionable accounting or auditing matters. Please do not use this form to report instances where you believe Southwest may be a *victim* of illegal acts – reports in that circumstance should be made to Southwest's Corporate Security Department.

TO: Southwest Airlines Co.
Attn: Audit Committee Chair
P.O. Box 36611
2702 Love Field Drive
Dallas, Texas 75235

My complaint or concern is (attach additional pages or documentation if necessary):

Please explain how you became aware of this situation (attach additional pages or documentation if necessary):

Other people who may be contacted about this situation are:

<u>Name</u>	<u>Position or Title</u>
1.	
2.	
3.	

YOU MAY SUBMIT THIS FORM ANONYMOUSLY. HOWEVER, IT MAY ASSIST OUR INVESTIGATION IF WE CAN CONTACT YOU FOR FURTHER DETAILS. IF YOU CHOOSE TO PROVIDE CONTACT INFORMATION, PLEASE DO SO BELOW. IN EITHER CASE, AS NOTED BELOW, COMPLETION OF THIS FORM IS A PROTECTED ACTIVITY.

My name is (please print): _____/ I can be contacted at the following phone numbers:____
_____(home)_____(work).

I prefer to be called at my ____ (home)/ ____ (work) number during the following times:

Signed: _____ Date: _____

COMPLETION OF THIS FORM IS A PROTECTED ACTIVITY. YOU WILL SUFFER NO ADVERSE SOUTHWEST AIRLINES EMPLOYMENT ACTION FOR PROVIDING INFORMATION ON THIS FORM IN A GOOD-FAITH ATTEMPT TO BE TRUTHFUL. HOWEVER, YOUR OWN MISCONDUCT WILL NOT BE ABSOLVED THROUGH THE USE OF THIS REPORT. PLEASE NOTE: FAILING TO REPORT MISCONDUCT OR WILLFULLY REPORTING FALSE INFORMATION CAN RESULT IN DISCIPLINARY ACTION UP TO AND INCLUDING TERMINATION OF EMPLOYMENT.