

# Southwest Airlines Reports Second Quarter Earnings

DALLAS, July 21 /PRNewswire-FirstCall/ -- Southwest Airlines (NYSE: LUV) today reported its second quarter 2009 results. Net income for second quarter 2009 was \$54 million, or \$.07 per diluted share, compared to \$321 million, or \$.44 per diluted share, for second quarter 2008. Excluding special items, second quarter 2009 net income was \$59 million, or \$.08 per diluted share, compared to \$121 million, or \$.16 per diluted share, for second quarter 2008. The second quarter 2009 results, excluding special items, of \$.08 per diluted share exceeded Thomson's First Call mean estimate of \$.07 per diluted share. Refer to the reconciliation in the accompanying tables for further information regarding special items.

#### Second Quarter 2009 Financial Highlights:

- -- Total operating revenues of \$2.6 billion
- -- Net income, excluding special items, of \$59 million
- -- Net income per diluted share, excluding special items, of \$.08
- -- Cash flow from operations of \$135 million
- -- Raised \$540 million through financing activities
- -- Repaid \$400 million borrowed in 2008 on our \$600 million revolving credit facility

#### Second Quarter 2009 Awards & Recognitions:

- For the sixteenth year in a row, Southwest led the airline industry in Customer Satisfaction according to the American Customer Satisfaction Index
- -- Ranked among the top ten companies in MSN Money's Customer Service Hall of Fame
- -- Named the Best Low-Cost Carrier and Best Domestic Airline Customer Service in Executive Travel Magazine's annual Leading Edge Awards
- -- Recognized as one of the Top 50 Companies for Supplier Diversity nationwide by the U.S. Hispanic Chamber of Commerce and PODER 360 magazine
- -- Included in BusinessWeek's ranking of the 50 Most Innovative Companies in the world
- -- Southwest Airlines' Rapid Rewards program was again honored in InsideFlyer magazine's Annual Freddie Awards for Best Award Redemption, a distinction awarded to Southwest every year since that award category was introduced eleven years ago

Gary C. Kelly, Chairman of the Board, President, and Chief Executive Officer, stated: "In second quarter 2009, we reported a profit. In, without a doubt, one of the worst revenue environments for the airlines, ever, this is an enormous achievement by the Employees of Southwest Airlines. I am exceptionally proud of them, their Warrior Spirits, and their terrific operational and Customer Service results. We continue to stay focused on weathering this economic storm and managing alarming jet fuel price volatility. Thanks to the superb efforts of our People, we have a tremendous body of work completed, underway, and planned to sustain our financial health by enhancing the Customer Experience and generating

substantial new revenue opportunities. In that regard, we recently implemented several programs and processes and have more planned for the fall, including the launch of a new and improved southwest.com, and several related products and initiatives.

"While our second quarter unit revenue trends outperformed the industry, our total operating revenues were down almost nine percent from a year ago and six percent on a unit basis. Demand for business travel remains weak, and we continue to stimulate traffic with more discounted and promotional fares. Unless demand rebounds significantly, we expect third quarter 2009 unit revenues to decline year-over-year more than the second quarter decline of six percent due to more difficult comparisons.

"Our second quarter 2009 unit costs, excluding special items, declined 4.6 percent from second quarter 2008. Even with approximately \$60 million in unfavorable cash settlements from derivative contracts in the second quarter 2009, our economic fuel costs decreased 22.8 percent to \$1.79 per gallon, including taxes. Although market prices have continued to trend higher since the beginning of the year, we continue to benefit from the decline in energy prices from last year's unprecedented levels. Consequently, based on our third quarter derivative position and current market energy prices, we anticipate our third quarter 2009 economic jet fuel costs, including taxes, to decline significantly year-over-year to the \$2.15 per gallon range."

As of yesterday, the Company had derivative contracts in place for over 30 percent of its estimated third quarter 2009 fuel consumption and over 45 percent of its estimated fourth quarter 2009 fuel consumption capped at a weighted average crude-equivalent price in the low \$70 per barrel range; approximately 50 percent in 2010 capped at a weighted average crude-equivalent price in the mid \$70 per barrel range; and modest positions in 2011 through 2013. The total market value (as of yesterday) of the Company's net fuel derivative contracts for the remainder of 2009 through 2013 reflects a net liability of approximately \$805 million.

Gary Kelly stated, "Excluding fuel, second quarter 2009 unit costs increased 5.8 percent from a year ago, which was better than we anticipated. In addition to other cost containment measures, our hiring freeze remains in place as well as a pay freeze for our officers and senior management. In an effort to better align our staffing with our current capacity needs, we launched a voluntary early-out program during the second quarter and approximately 1,400 Employees have elected to participate. Employee departure dates will fall between July 31, 2009 and April 15, 2010, based on the operational needs of particular work locations and departments. We currently anticipate incurring approximately \$70 million (\$40 million and \$30 million during 2009 and 2010, respectively) in additional costs for the early-out program. We expect annual savings in subsequent years from the program should eventually exceed the cost of the program. We were very pleased that our Flight Attendants, Customer Support and Services, and airport Customer Service Employees voted to ratify their contracts during the second quarter, demonstrating their commitment to sustain the financial strength of the Company. Excluding any charge from the voluntary early-out program, and based on current cost trends and lower available seat miles, we expect our third quarter 2009 unit costs, excluding fuel and special items, to increase from second guarter 2009's 6.91 cents.

"We continue our diligent cost control efforts and remain committed to maintaining our competitive cost advantage to sustain our strong low fare brand. However, we are not immune to the effects of the debilitating economic environment. Based on weak travel demand and fuel price volatility, we cannot predict a profitable third quarter 2009. We will

continue to take the vital steps we believe are necessary to strategically and financially position ourselves to be able to return to prosperity once travel demand rebounds.

"While we plan to reduce our 2009 available seat miles in the five to six percent range versus last year, our continued focus on maximizing the efficiency and profitability of each published flight schedule has positioned us to take advantage of strategic growth opportunities even in this challenging economic environment. We were thrilled to introduce the Southwest brand to the New York market with our inaugural service from LaGuardia on June 28, 2009, and look forward to our service to Boston Logan International, which is scheduled to begin next month, followed by Milwaukee in November. We began service to Minneapolis/St. Paul in March, and both Minneapolis/St. Paul and LaGuardia are off to a strong start."

Southwest will discuss its second quarter 2009 results on a conference call at 11:30 a.m. Eastern Time today. A live broadcast of the conference call will be available at <a href="http://www.southwest.com/?src=INVRINV2Q0900000090721">http://www.southwest.com/?src=INVRINV2Q09000000090721</a>.

#### **Operating Results**

Total operating revenues for second quarter 2009 decreased 8.8 percent to \$2.6 billion, compared to \$2.9 billion for second quarter 2008. Total second quarter 2009 operating expenses were \$2.5 billion, compared to \$2.7 billion in second quarter 2008. Operating income for second quarter 2009 was \$123 million, compared to \$205 million in second quarter 2008. Excluding special items, operating income was \$183 million in second quarter 2009, compared to \$242 million last year.

"Other expenses" was \$73 million for second quarter 2009, compared to other income of \$324 million for second quarter 2008. The \$397 million swing in total other expenses (income) primarily resulted from \$34 million in "other losses" recognized in second quarter 2009 versus \$345 million in "other gains" recognized in second quarter 2008. In both periods, these "other (gains) losses" primarily resulted from unrealized gains/losses associated with our fuel hedging program. The cost of the hedging program (which includes the premium costs of derivative contracts) of \$37 million in second quarter 2009 and \$14 million in second quarter 2008 is also included in "other (gains) losses." Second quarter 2009 interest expense increased \$15 million from second quarter 2008 primarily due to financing transactions the Company completed since second quarter 2008. Lower market interest rates coupled with lower Boeing aircraft progress payments generated less capitalized interest in second quarter 2009 compared to the same period last year. Interest income also decreased versus second quarter 2008 due to lower market interest rates.

Net cash provided by operations for the six months ended June 30, 2009 was \$420 million, which was net of a \$185 million increase in cash posted as collateral to the Company's fuel hedge counterparties since December 31, 2008. Capital expenditures for the first half of 2009 were \$272 million.

During second quarter 2009, the Company borrowed \$332 million under a new term loan secured by 14 Boeing 737-700 aircraft and raised \$208 million from the sale and leaseback of six 737-700 aircraft. In May 2009, the Company fully repaid the \$400 million it had previously borrowed in 2008 under its available revolving credit facility, and as a result, the entire \$600 million is fully available. The Company has minimal contractual debt obligations for the remainder of 2009.

Following second quarter 2009, the Company borrowed \$124 million under a new term loan agreement secured by five Boeing 737-700 aircraft. As of yesterday, the Company has approximately \$2.4 billion in cash and short-term investments, net of \$425 million in cash collateral paid to its fuel hedge counterparties. The Company's total fuel hedge collateral obligations as of yesterday also required approximately \$310 million of aircraft collateral.

Total operating revenues for the six months ended June 30, 2009 decreased 7.9 percent to \$5.0 billion, while total operating expenses decreased 4.1 percent to \$4.9 billion, resulting in operating income in first half 2009 of \$73 million versus \$293 million in first half 2008. Excluding special items, operating income for first half 2009 was \$213 million, a decrease of \$128 million, or 37.5 percent. Net loss for the six months ended June 30, 2009 was \$37 million, or \$.05 loss per diluted share, compared to net income of \$355 million, or \$.48 per diluted share, for the same period last year. Excluding special items, net income for the six months ended June 30, 2009 was \$38 million, or \$.05 per diluted share, compared to \$164 million, or \$.22 per diluted share, for the same period last year.

This news release contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Specific forward-looking statements include, without limitation, statements relating to (i) the Company's strategic revenue, cost-cutting, and other initiatives and its expectations related to such initiatives; (ii) the Company's growth plans and expectations; and (iii) the Company's expectations regarding future results of operations. These forward-looking statements are based on the Company's current intent, expectations, and projections and are not guarantees of future performance. These statements involve risks, uncertainties, assumptions, and other factors that are difficult to predict and that could cause actual results to vary materially from those expressed in or indicated by them. Factors include, among others, (i) continued unfavorable economic conditions, which could continue to impact the demand for air travel and the Company's ability to adjust fares; (ii) continued volatility in the price and availability of aircraft fuel and any changes in the Company's fuel hedging strategies and positions; (iii) the Company's ability to timely and effectively prioritize its revenue and cost reduction initiatives and its related ability to timely implement, transition, and maintain the necessary information technology systems and infrastructure to support these initiatives; (iv) competitor capacity and load factors; (v) any changes to the Company's business plan and strategies; and (vi) other factors, as described in the Company's filings with the Securities and Exchange Commission, including the detailed factors discussed under the heading "Risk Factors" in the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2008, and under the heading "Forward-looking statements" in the Company's Quarterly Report on Form 10-Q for the guarter ended March 31, 2009.

SOUTHWEST AIRLINES CO.
CONDENSED CONSOLIDATED STATEMENT OF INCOME
(in millions, except per share amounts)
(unaudited)

Three months ended June 30,			Six mon June	ths ende	d
2009	2008	Percent Change	2009	2008	Percent Change

REVENUES: Passenger Freight Other	\$2,506 29 81	\$2,747 37 85	(8.8) (21.6) (4.7)	\$4,758 58 156	\$5,161 71 167	(7.8) (18.3) (6.6)
Total operating revenues	2,616	2,869	(8.8)			(7.9)
OPERATING EXPENSES: Salaries, wages, and benefits Fuel and oil Maintenance materials and	863 726	839 945	2.9 (23.2)		1,639 1,745	3.7 (18.5)
repairs	190	191	(0.5)	373	333	12.0
Aircraft rentals Landing fees and other	47	38	23.7	93	76	22.4
rentals  Depreciation and	179	159	12.6	345	330	4.5
amortization Other	150	148	1.4	300	293	2.4
operating expenses	338	344	(1.7)	666	690 	(3.5)
Total operating expenses	2,493	2,664	(6.4)	4,899	5,106	(4.1)
OPERATING INCOME	123	205	(40.0)	73	293	(75.1)
OTHER EXPENSES (INCOME): Interest						
expense Capitalized	47	32	46.9	92	60	53.3
interest Interest	(5)	(6)	(16.7)	(11)	(14)	(21.4)
income Other (gains)	(3)	(5)	(40.0)	(8)	(12)	(33.3)
losses, net	34	(345)	n.a.	57 	(307)	n.a.
Total other expenses (income)	73 	(324)	n.a.	130	(273)	n.a.
INCOME (LOSS) BEFORE INCOME TAXES PROVISION (BENEFIT) FOR	50	529	(90.5)	(57)	566	(110.1)
INCOME TAXES	(4)	208	(101.9)	(20) 	211	(109.5)

NET INCOME (LOSS)	\$54 ===	\$321 ====	(83.2)	\$(37) ====	\$355 ====	(110.4)
NET INCOME (LOSS) PER SHARE: Basic Diluted	\$.07 \$.07	\$.44 \$.44		(\$.05) (\$.05)	\$.48 \$.48	
WEIGHTED AVERAGE SHARES OUTSTANDING: Basic Diluted	741 741	732 737		741 741	733 736	

SOUTHWEST AIRLINES CO. RECONCILIATION OF REPORTED AMOUNTS TO NON-GAAP ITEMS (SEE NOTE) (in millions, except per share amounts) (unaudited)

Note regarding use of non-GAAP financial measures The financial results provided in this news release "excluding special items" are non-GAAP results that are provided as supplemental information. These results should not be relied upon as alternative measures to Generally Accepted Accounting Principles (GAAP) and primarily reflect items calculated on an "economic" basis, which contains differences for specific items recorded as a result of SFAS 133, "Accounting for Derivative Instruments and Hedging Activities," as amended. Items calculated on an "economic" basis include only cash settlement gains or losses for derivative instruments that settled in the current accounting period, and exclude certain gains or losses associated with derivatives that settled in a prior period or will settle in a future period. The items excluded from economic results primarily include ineffectiveness as defined, for future period instruments, and changes in market value for future period derivatives that no longer qualify for special hedge accounting, as defined in SFAS 133. Management believes it should take special items into consideration to more accurately measure and monitor the Company's comparative performance on a consistent basis; therefore, management wants to provide the transparency to Investors regarding its views as to a more accurate reflection of the Company's on-going operations.

The Company's management utilizes both the GAAP and the non-GAAP results in this news release to evaluate the Company's performance and believes that comparative analysis of results can be enhanced by excluding the impact of the unrealized items. In part, since fuel expense is such a large part of the Company's operating costs and is subject to extreme volatility, the Company believes it is useful to provide Investors with the Company's true economic cost of fuel for the periods presented, which reflects the cash settlements from derivative contracts for the applicable period.

> Three Months Ended Six Months Ended June 30,

June 30,

	2009	2008	Percent Change	2009	2008	Percent Change
Fuel and oil expense - unhedged Less: Fuel hedge (gains) losses included in fuel and oil expense	\$607 119	\$1,419 (474)		\$1,158 265	\$2,511 (766)	
Fuel and oil expense - GAAP Add/(Deduct): Net impact from fuel	\$726		(23.2)		\$1,745	(18.5)
contracts (1)  Fuel and oil expense - economic	(60)  \$666 	(37)  \$908 	(26.7)	\$1,283	(48)  \$1,697	(24.4)
Operating income, as reported Add/(Deduct): Net impact from fuel	\$123	\$205		\$73	\$293	
contracts (1)  Operating income, non-GAAP	60  \$183	37  \$242	(24.4)	140  \$213	48  \$341	(37.5)
Other (gains) losses, net, as reported Add/(Deduct): Net impact from fuel contracts (1)	\$34 6	\$(345) 361		\$57 16	\$(307) 337	
Other losses, net, non-GAAP	\$40 	\$16 	150.0	\$73 	\$30 	143.3
Net income (loss), as reported Add/(Deduct): Net	\$54	\$321		\$(37)	\$355	
<pre>impact from fuel   contracts (1) Income tax impact</pre>	54	(324)		124	(289)	
of fuel contracts	(49)	124		(49)	110	
Add (Deduct): Change in Illinois state income tax law, net	\$59 -	\$121		\$38	\$176 (12)	
Net income, non-GAAP	\$59 	\$121 	(51.2)	\$38 	\$164 	(76.8)

Net income (loss) per share, diluted, as						
reported	\$.07	\$.44		\$(.05)	\$.48	
Add/(Deduct): Net						
impact from fuel						
contracts	.01	(.28)		. 10	(.24)	
	\$.08	\$.16		\$.05	\$.24	
Add: Impact of special						
items, net	-	-		-	(.02)	
Net income per share,						
diluted, non-GAAP	\$.08	\$.16	(50.0)	\$.05	\$.22	(77.3)

#### (1) See Reconciliation of Impact from Fuel Contracts

SOUTHWEST AIRLINES CO.
RECONCILIATION OF IMPACT FROM FUEL CONTRACTS (SEE PREVIOUS NOTE)
(in millions)
(unaudited)

	Three Months Ended June 30,		Ended	
	2009	2008	2009	
Fuel & Oil Expense				
Add/(Deduct): Impact from current period settled contracts included in Other (gains) losses, net Add/(Deduct): Other impact of fuel contracts settling in the	\$(2)	\$(6)	\$(23)	\$17
current or a prior period	(58)	(31)	(117)	(65)
Impact from fuel contracts to Fuel & Oil Expense	\$(60)		\$(140)	
Operating Income				
Add/(Deduct): Impact from current period settled contracts included in Other (gains) losses, net Add/(Deduct): Other impact of fuel contracts settling in the	\$2	\$6	\$23	\$(17)
current or a prior period	58	_	117	65
Impact from fuel contracts to Operating Income			\$140 	\$48 

Other (gains) losses

Add/(Deduct): Mark-to-market impact

from fuel contracts settling in future periods	\$(20)	\$369	\$(18)	\$373
<pre>Add/(Deduct): Ineffectiveness from fuel hedges settling in future periods Add/(Deduct): Impact from current period settled contracts</pre>	24	(14)	11	(19)
included in Other (gains) losses, net	2	6	23	(17)
Impact from fuel contracts to				
Other (gains) losses	\$6	\$361		\$337
Net Income				
Add/(Deduct): Mark-to-market impact				
from fuel contracts settling in future periods	\$20	\$(369)	\$18	\$(373)
Add/(Deduct): Ineffectiveness from fuel hedges settling in future periods Add/(Deduct): Other impact of fuel	(24)	14	(11)	19
contracts settling in the current or a prior period	58	31	117	65
<pre>Impact from fuel contracts to Net Income (loss) *</pre>	\$54	\$(324)	\$124	\$(289)

<sup>\*</sup> Excludes income tax impact of unrealized items

## SOUTHWEST AIRLINES CO. COMPARATIVE CONSOLIDATED OPERATING STATISTICS (unaudited)

	Three mont June		Six months ended June 30,					
	2009	2008	Change	2009	2008	Change		
Revenue passengers								
carried Enplaned	22,676,171	23,993,342	(5.5)%	42,435,861	45,498,163	(6.7)%		
•	26,505,438	27,550,957	(3.8)%	49,555,428	52,259,572	(5.2)%		
(RPMs) (000s) Available seat miles (ASMs)	19,683,479	19,811,541	(0.6)%	36,575,108	37,403,700	(2.2)%		
(000s) Load factor Average length of	25,552,927 77.0%	26,335,085 75.2%						
passenger haul (miles Average	868	826	5.1%	862	822	4.9%		

aircraft						
stage length (miles)	647	636	1.7%	641	632	1.4%
Trips flown	289,573	303,432	(4.6)%	568,708	598,222	(4.9)%
Average						
passenger	+110 F2	÷114 40	/2 F\0	<b>+110 10</b>	4112 42	(1 1)0
fare	\$110.52	\$114.48	(3.5)%	\$112.13	\$113.42	(1.1)%
Passenger revenue						
yield per						
ŘPM (cents)	12.73	13.86	(8.2)%	13.01	13.80	(5.7)%
Operating						
revenue						
yield per ASM (cents)	10.24	10.89	(6.0)%	10.00	10.48	(4.6)%
CASM, GAAP	10.24	10.05	(0.0)	10.00	10.40	(4.0) 8
(cents)	9.76	10.12	(3.6)%	9.85	9.91	(0.6)%
CASM, GAAP						
excluding	6 01	6 53	F 00	6 00	6 53	7 20
fuel (cents) CASM,	6.91	6.53	5.8%	6.99	6.52	7.2%
excluding						
special						
items						
(cents)	9.52	9.98	(4.6)%	9.57	9.82	(2.5)%
CASM, excluding						
fuel and						
special						
items						
(cents)	6.91	6.53	5.8%	6.99	6.52	7.2%
Fuel costs per gallon,						
including						
fuel tax						
(unhedged)	\$1.63	\$3.64	(55.2)%	\$1.60	\$3.29	(51.4)%
Fuel costs						
per gallon, including						
fuel tax						
(GAAP)	\$1.95	\$2.42	(19.4)%	\$1.97	\$2.28	(13.6)%
Fuel costs						
per gallon,						
including fuel tax						
(economic)	\$1.79	\$2.32	(22.8)%	\$1.77	\$2.22	(20.3)%
Fuel	Ψ	7	(,	<b>4</b> – 1 · 1	¥	(====,=
consumed, in						
gallons	271	200	(4 4)0	721	761	/F 2\0
(millions) Fulltime	371	388	(4.4)%	721	761	(5.3)%
equivalent						
Employees at						
period-end *	35,296	34,936	1.0%	35,296	34,936	1.0%
Aircraft in						
service at period-end	543	535	1.5%	543	535	1.5%
p 5. 254 5.14	5.5	333	1.50	3.3	333	1.50

CASM (unit costs) - Operating expenses per ASM RASM (unit revenue) - Operating revenue yield per ASM \* Headcount is defined as "Active" fulltime equivalent Employees for both periods presented.

### SOUTHWEST AIRLINES CO. CONDENSED CONSOLIDATED BALANCE SHEET (in millions) (unaudited)

	June 30, 2009	December 31 2008
ASSETS Current assets: Cash and cash equivalents Short-term investments	\$946 1,252	\$1,368 435
Accounts and other receivables Inventories of parts and	237	209
supplies, at cost Deferred Income Taxes Prepaid expenses and	200 365	203 365
other current assets	94	73 
Total current assets	3,094	2,653
Property and equipment, at cost: Flight equipment Ground property and equipment	13,690 1,849	13,722 1,769
Flight equipment	204	380
	 15,743	 15,871
	5,082	4,831
Other assets	10,661 272	11,040 375
	\$14,027 ======	\$14,068 ======
LIABILITIES & STOCKHOLDERS' EQUITY Current liabilities:		
Accounts payable Accrued liabilities Air traffic liability Current maturities of	\$732 1,029 1,207	\$668 1,012 963
long-term debt	105 	163
Total current liabilities	3,073	2,806
Long-term debt less current maturities Deferred income taxes Deferred gains from sale	3,278 1,921	3,498 1,904
and leaseback of aircraft Other deferred liabilities	128 481	105 802

	======	======
	\$14,027	\$14,068
Total stockholders' equity	5,146	4,953
comprehensive loss Treasury stock, at cost	(762) (986)	(984) (1,005)
Retained earnings Accumulated other	4,003	4,919
value	1,223 4,863	1,215 4,919
Capital in excess of par	1 222	1 215
Common stock	808	808
Stockholders' equity:		

SOUTHWEST AIRLINES CO.
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
(in millions)
(unaudited)

	Three m ende June	d 30,	Six mo ende June	ed 30,
	2009	2008		2008
CASH FLOWS FROM OPERATING ACTIVITIES: Net income (loss) Adjustments to reconcile net income (loss) to cash provided by operating activities:	\$54	\$321	\$(37)	\$355
Depreciation and amortization Unrealized loss (gain) on fuel	150	148	300	293
derivative instruments	54	(324)	124	(290)
Deferred income taxes Amortization of deferred gains on sale and	(4)	135		129
leaseback of aircraft Share-based	(4)	(3)	(7)	(6)
compensation expense Excess tax benefits from share-based	3	5	6	9
compensation arrangements Changes in certain assets and liabilities: Accounts and other	(5)	3	(1)	3
receivables	(6)	(97)	(28)	(167)
Other current assets Accounts payable and	(28)	(37)	(18)	(50)
accrued liabilities	104	286	104	333
Air traffic liability Cash collateral received from (provided to) fuel	(43)	105	244	372
derivative counterparties Other, net	(125) (15)			2,435 (116)
Net cash provided by operating activities	135	2,336	420	

CASH FLOWS FROM INVESTING ACTIVITIES: Purchases of property and

equipment, net Purchases of short-term investments Proceeds from sales of short- term investments Other, net		(223) (2,226)		
	1,203	1,185 -	2,347 1	2,645
Net cash used in investing activities		(1,264)		(1,389)
CASH FLOWS FROM FINANCING ACTIVITIES: Proceeds from sale and				
leaseback transactions	208	-	381	-
Issuance of Long-term debt	332 4	600 17	332 8	600 27
Proceeds from Employee stock plans Payments of long-term debt and	4	17	0	21
capital lease obligations	(7)	(6)	(41)	(25)
Payment of revolving				
credit facility	(400)		/	-
Payment of credit line borrowing	(91)		(91)	- -
Payments of cash dividends	(3)	(3)	(10)	(10)
Repurchase of common stock Excess tax benefits	-	-	-	(54)
from share-based				
compensation arrangements	5	(3)	1	(3)
Other, net	(5)		(8)	(6)
Net cash provided by				
financing activities	43	599	172	529
NET INCREASE (DECREASE) IN CASH				
AND CASH EQUIVALENTS	(199)	1,671	(422)	2,440
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	1 1/5	2,982	1,368	2 212
BEGINNING OF PERIOD	1,145 	2,902	1,300	2,213
CASH AND CASH EQUIVALENTS	±0.4C	±4 CE2	±0.4C	±4 CE2
AT END OF PERIOD	\$946 	\$4,653	•	\$4,653
	====	=====	====	=====

SOURCE Southwest Airlines