

TABLE 1
TRENDS IN AIR SERVICE AT STL
CY 2008 - 2014 YTD

Total Market	2008	2009	2010	2011	2012	2013	January-May 2014
Domestic							
Number of Nonstop Destinations	72	69	64	57	59	60	57
Average Scheduled Daily Departures	308	261	225	230	229	227	214
Scheduled Daily Departure Seats	28,002	24,253	22,505	23,410	23,037	23,369	22,030
International							
Number of Nonstop Destinations	4	5	5	6	5	7	8
Average Scheduled Daily Departures	2	3	3	3	3	3	3
Scheduled Daily Departure Seats	198	297	266	265	215	278	338
Total							
Number of Nonstop Destinations	76	74	69	63	64	67	65
Average Scheduled Daily Departures	310	264	228	233	232	230	217
Scheduled Daily Departure Seats	28,200	24,550	22,771	23,675	23,252	23,647	22,368

American Airlines	2008	2009	2010	2011	2012	2013	January-May 2014
Domestic							
Number of Nonstop Destinations	49	41	31	8	7	7	7
Average Scheduled Daily Departures	134	95	43	30	28	26	28
Scheduled Daily Departure Seats	11,171	8,390	5,112	4,412	4,007	3,701	3,326
International							
Number of Nonstop Destinations	0	0	0	0	0	0	0
Average Scheduled Daily Departures	0	0	0	0	0	0	0
Scheduled Daily Departure Seats	0	0	0	0	0	0	0
Total - All Domestic							
Number of Nonstop Destinations	49	41	31	8	7	7	7
Average Scheduled Daily Departures	134	95	43	30	28	26	28
Scheduled Daily Departure Seats	11,171	8,390	5,112	4,412	4,007	3,701	3,326

Southwest	2008	2009	2010	2011	2012	2013	January-May 2014
Total - All Domestic							
Number of Nonstop Destinations	25	24	31	33	36	38	35
Average Scheduled Daily Departures	72	68	74	80	84	85	82
Scheduled Daily Departure Seats	9,821	9,252	10,061	10,843	11,465	12,097	11,760

Delta Airlines	2008	2009	2010	2011	2012	2013	January-May 2014
Total - All Domestic							
Number of Nonstop Destinations	4	4	10	10	10	8	7
Average Scheduled Daily Departures	17	16	29	36	32	29	27
Scheduled Daily Departure Seats	1,301	1,270	2,874	3,445	3,086	3,065	2,889

Source: OAG Schedules Database as of December 9, 2013

TABLE 2
BASE FORECAST ENPLANEMENTS
FY 2014 - 2017

Activity	Actual	Forecast				AAGR
	2013	2014	2015	2016	2017	2013-2017
Mainline Air Carrier						
American	957,000	844,000	858,000	880,000	908,000	-1.3%
Delta	565,000	598,000	608,000	624,000	643,000	3.3%
Southwest	3,088,000	3,074,000	3,126,000	3,207,000	3,306,000	1.7%
Others	633,000	586,000	596,000	612,000	631,000	-0.1%
Subtotal-Mainline	5,242,000	5,102,000	5,188,000	5,323,000	5,487,000	1.1%
Regional Air Carrier						
American Connection	30,000	73,000	79,000	81,000	84,000	29.4%
Delta Regional	321,000	282,000	287,000	294,000	303,000	-1.4%
Others	788,000	770,000	778,000	798,000	823,000	1.1%
Subtotal-Regional	1,139,000	1,125,000	1,144,000	1,173,000	1,209,000	1.5%
Charter	5,000	3,000	4,000	4,000	4,000	-5.4%
Total-Enplanements	6,386,000	6,231,000	6,335,000	6,499,000	6,701,000	1.2%
Annual Growth Rate	0.6%	-2.4%	1.7%	2.6%	3.1%	
O&D	5,411,000	5,285,000	5,374,000	5,513,000	5,683,000	1.2%
Connecting	975,000	946,000	962,000	987,000	1,017,000	1.1%

Note: AAGR - Average Annual Growth Rate. Figures Rounded to the nearest (000), components may not add as a result.

All forecasts are subject to uncertainty. The above forecast is based on Airport activity data through October 2013 and OAG schedules as of December 9, 2013. Various factors, other than those included in the forecast model, can influence the future demand for air travel. Unexpected events may occur, and some of the underlying forecast assumptions may not materialize. Therefore actual performance may differ from the forecast, and the difference may be significant.

TABLE 3
BASE FORECAST AIRCRAFT DEPARTURES (ARRIVALS)
FY 2014 - 2017

Activity	Actual	Forecast				AAGR
	2013	2014	2015	2016	2017	2013-2017
Mainline Air Carrier						
American	8,900	8,100	8,200	8,400	8,600	-0.9%
Delta	4,800	5,100	5,200	5,400	5,500	3.5%
Southwest	31,200	30,300	30,600	31,200	32,100	0.7%
Others	5,600	5,200	5,300	5,400	5,600	0.0%
Subtotal-Mainline	50,600	48,600	49,300	50,400	51,800	0.6%
Regional Air Carrier						
American Connection	600	1,600	1,700	1,700	1,700	29.7%
Delta Regional	6,200	5,200	5,100	5,200	5,300	-3.8%
Others	27,600	25,800	24,500	25,000	25,600	-1.9%
Subtotal-Regional	34,500	32,700	31,300	31,900	32,700	-1.3%
Charter	100	100	100	100	100	0.0%
Subtotal-Passenger	85,200	81,300	80,700	82,400	84,600	-0.2%
All-Cargo	1,300	1,300	1,300	1,300	1,300	0.0%
Total-Departures	86,500	82,600	82,000	83,700	85,900	-0.2%
Annual Growth Rate	0.0%	-4.5%	-0.7%	2.1%	0.6%	

Note: AAGR - Average Annual Growth Rate. Figures Rounded to the nearest (00), components may not add as a result.

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TABLE 4
BASE FORECAST AIRCRAFT LANDED WEIGHT
FY 2014 - 2017

Activity	Actual	Forecast				AAGR
	2013	2014	2015	2016	2017	2013-2017
Mainline Air Carrier						
American	1,195,661	1,063,000	1,087,000	1,113,000	1,145,000	-1.1%
Delta	696,000	747,000	773,000	792,000	815,000	4.0%
Southwest	3,853,000	3,738,000	3,784,000	3,874,000	3,985,000	0.8%
Others	731,000	675,000	692,000	709,000	731,000	0.0%
Subtotal-Mainline	6,476,000	6,222,000	6,336,000	6,488,000	6,675,000	0.8%
Regional Air Carrier						
American Connection	42,000	69,000	74,000	76,000	78,000	16.7%
Delta Regional	402,000	347,000	344,000	352,000	364,000	-2.5%
Others	892,000	885,000	901,000	923,000	954,000	1.7%
Subtotal-Regional	1,335,000	1,301,000	1,319,000	1,351,000	1,396,000	1.1%
Charter	43,000	38,000	38,000	38,000	38,000	-3.0%
Subtotal-Passenger	7,854,000	7,562,000	7,693,000	7,876,000	8,109,000	0.8%
All-Cargo	401,000	428,000	428,000	428,000	428,000	1.6%
Total-Landed Weight	8,255,000	7,990,000	8,121,000	8,304,000	8,537,000	0.8%
Annual Growth Rate	-0.2%	-3.2%	1.6%	2.3%	0.6%	

Note: AAGR - Average Annual Growth Rate. Figures Rounded to the nearest (000,000), components may not add as a result.

All forecasts are subject to uncertainty. The above forecast is based on Airport activity data through October 2013 and OAG schedules as of December 9, 2013. Various factors, other than those included in the forecast model, can influence the future demand for air travel. Unexpected events may occur, and some of the underlying forecast assumptions may not materialize. Therefore actual performance may differ from the forecast, and the difference may be significant.

TABLE IV-3
LAMBERT-ST. LOUIS INTERNATIONAL AIRPORT
O&D AND CONNECTING ENPLANEMENTS
1999 - OCTOBER 2013

Year	O&D		Connecting		Total Enplanements
	Actual	Share	Actual	Share	
CY 1999	7,127,141	47.2%	7,965,840	52.8%	15,092,981
2000	7,253,816	47.4%	8,060,308	52.6%	15,314,124
2001	6,323,229	47.3%	7,042,280	52.7%	13,365,509
2002	5,750,948	44.8%	7,095,086	55.2%	12,846,034
2003	5,229,015	51.3%	4,967,507	48.7%	10,196,522
2004	5,263,363	78.5%	1,444,357	21.5%	6,707,720
2005	5,616,263	76.3%	1,746,655	23.7%	7,362,918
2006	5,749,638	75.6%	1,855,260	24.4%	7,604,898
2007	5,854,885	75.9%	1,860,449	24.1%	7,715,334
2008	5,663,666	78.6%	1,544,224	21.4%	7,207,890
2009	5,271,309	81.8%	1,175,638	18.2%	6,446,947
2010	5,295,008	85.7%	883,811	14.3%	6,178,819
2011	5,397,840	85.9%	885,079	14.1%	6,282,919
2012	5,398,268	85.0%	953,940	15.0%	6,352,208
Jan.-Oct. 2012	4,530,608	85.1%	792,343	14.9%	5,322,951
Jan.-Oct. 2013	4,500,329	85.0%	796,983	15.0%	5,297,312
FY 2000	7,193,492	47.1%	8,065,665	52.9%	15,259,157
2001	7,057,885	47.0%	7,949,293	53.0%	15,007,178
2002	5,779,692	45.8%	6,839,748	54.2%	12,619,440
2003	5,510,858	46.6%	6,317,177	53.4%	11,828,035
2004	5,159,761	64.4%	2,857,858	35.6%	8,017,619
2005	5,518,897	78.3%	1,529,462	21.7%	7,048,359
2006	5,724,298	75.1%	1,898,886	24.9%	7,623,184
2007	5,740,674	76.1%	1,802,595	23.9%	7,543,269
2008	5,848,852	76.8%	1,762,267	23.2%	7,611,119
2009	5,361,078	80.2%	1,322,649	19.8%	6,683,727
2010	5,260,429	83.8%	1,016,283	16.2%	6,276,712
2011	5,341,132	86.0%	870,163	14.0%	6,211,295
2012	5,430,403	85.5%	920,323	14.5%	6,350,726
2013	5,411,319	84.7%	975,155	15.3%	6,386,474
Average Annual Growth Rate					
CY 1999-2012	-2.1%	-	-15.1%	-	-6.4%
Jan.-Oct. 2013	-0.7%	-	0.6%	-	-0.5%
FY 2000-2013	-2.2%	-	-15.0%	-	-6.5%

Source: Airport Records

TABLE IV-4
LAMBERT-ST. LOUIS INTERNATIONAL AIRPORT
DOMESTIC AND INTERNATIONAL ENPLANEMENTS
1999 - OCTOBER 2013

Year	Domestic		International		Total Enplanements
	Actual	Share	Actual	Share	
CY 1999	14,907,791	98.8%	185,190	1.2%	15,092,981
2000	15,116,224	98.7%	197,900	1.3%	15,314,124
2001	13,105,360	98.1%	260,149	1.9%	13,365,509
2002	12,561,382	97.8%	284,652	2.2%	12,846,034
2003	9,989,785	98.0%	206,737	2.0%	10,196,522
2004	6,583,603	98.1%	124,117	1.9%	6,707,720
2005	7,241,915	98.4%	121,003	1.6%	7,362,918
2006	7,484,214	98.4%	120,684	1.6%	7,604,898
2007	7,590,128	98.4%	125,206	1.6%	7,715,334
2008	7,111,945	98.7%	95,945	1.3%	7,207,890
2009	6,369,937	98.8%	77,010	1.2%	6,446,947
2010	6,092,355	98.6%	86,464	1.4%	6,178,819
2011	6,196,137	98.6%	86,782	1.4%	6,282,919
2012	6,267,712	98.7%	84,496	1.3%	6,352,208
Jan.-Oct. 2012	5,246,815	98.6%	76,136	1.4%	5,322,951
Jan.-Oct. 2013	5,222,586	98.6%	74,726	1.4%	5,297,312
FY 2000	15,080,187	98.8%	178,970	1.2%	15,259,157
2001	14,769,779	98.4%	237,399	1.6%	15,007,178
2002	12,339,479	97.8%	279,961	2.2%	12,619,440
2003	11,580,770	97.9%	247,265	2.1%	11,828,035
2004	7,849,427	97.9%	168,192	2.1%	8,017,619
2005	6,924,320	98.2%	124,039	1.8%	7,048,359
2006	7,508,864	98.5%	114,320	1.5%	7,623,184
2007	7,417,586	98.3%	125,683	1.7%	7,543,269
2008	7,504,901	98.6%	106,218	1.4%	7,611,119
2009	6,603,819	98.8%	79,908	1.2%	6,683,727
2010	6,189,254	98.6%	87,458	1.4%	6,276,712
2011	6,123,806	98.6%	87,489	1.4%	6,211,295
2012	6,268,613	98.7%	82,113	1.3%	6,350,726
2013	6,301,444	98.7%	85,030	1.3%	6,386,474
Average Annual Growth Rate					
CY 1999-2012	-6.4%	-	-5.9%	-	-6.4%
Jan.-Oct. 2013	-0.5%	-	-1.9%	-	-0.5%
FY 2000-2013	-6.5%	-	-5.6%	-	-6.5%

Source: Airport records.

TABLE IV-5
 LAMBERT-ST. LOUIS INTERNATIONAL AIRPORT
 AIRLINE MARKET SHARE
 CY 2005 - OCTOBER 2013

Airline	2005	2006	2007	2008	2009	2010	2011	2012	Jan.-Oct. 2012	Jan.-Oct. 2013	2005	2006	2007	2008	2009	2010	2011	2012	Jan.-Oct. 2012	Jan.-Oct. 2013
Mainline air carrier																				
Alaska	-	-	-	-	-	14,212	49,017	50,135	41,947	41,918	-	-	-	-	-	0.2%	0.8%	0.8%	0.8%	0.8%
America West	113,227	118,418	89,271	-	-	-	-	-	-	-	1.5%	1.6%	1.2%	-	-	-	-	-	-	-
American	2,536,041	2,656,712	2,636,223	2,241,182	1,804,639	1,248,804	1,068,397	974,614	818,855	804,966	34.4%	34.9%	34.2%	31.1%	28.0%	20.2%	17.0%	15.3%	15.4%	15.2%
AirTran	-	-	98,688	131,221	145,044	128,654	123,001	111,579	94,551	129,114	-	-	1.3%	1.8%	2.2%	2.1%	2.0%	1.8%	1.8%	2.4%
Continental	399	-	-	56	940	446	17,942	117	117	-	-	-	-	0.0%	0.0%	0.0%	0.3%	0.0%	0.0%	-
Delta	169,932	154,900	171,081	159,721	137,419	513,688	547,760	546,915	450,342	486,326	2.3%	2.0%	2.2%	2.2%	2.1%	8.3%	8.7%	8.6%	8.5%	9.2%
Frontier	99,314	110,658	133,266	117,686	114,940	116,868	132,193	214,073	186,763	149,893	1.3%	1.5%	1.7%	1.6%	1.8%	1.9%	2.1%	3.4%	3.5%	2.8%
Northwest	279,275	237,420	243,208	225,213	154,881	9,044	-	-	-	-	3.8%	3.1%	3.2%	3.1%	2.4%	0.1%	-	-	-	-
Southwest	1,688,940	1,886,811	1,960,941	2,104,372	2,170,283	2,625,623	2,834,365	2,987,276	2,488,125	2,569,822	22.9%	24.8%	25.4%	29.2%	33.7%	42.5%	45.1%	47.0%	46.7%	48.5%
United	130,270	93,751	102,609	66,710	26,681	31,011	34,939	28,274	31,435	31,435	1.8%	1.2%	1.3%	0.9%	0.4%	0.5%	0.6%	0.5%	0.6%	0.6%
US Airways	64,542	430	56,409	148,197	123,379	181,128	225,825	218,820	179,525	181,257	0.9%	0.0%	0.7%	2.1%	1.9%	2.9%	3.6%	3.4%	3.4%	3.4%
USA 3000	74,495	79,811	86,299	86,941	83,888	57,346	61,619	2,650	2,650	-	1.0%	1.0%	1.1%	1.2%	1.3%	0.9%	1.0%	0.0%	0.0%	0.0%
Subtotal-Mainline	5,156,435	5,338,911	5,577,995	5,281,299	4,762,094	4,926,824	5,095,058	5,140,233	4,291,149	4,394,731	70.0%	70.2%	72.3%	73.3%	73.9%	79.7%	81.1%	80.9%	80.6%	83.0%
Regional air carrier																				
Air Canada	19,885	6,407	-	-	-	-	-	-	-	-	0.3%	0.1%	-	-	-	-	-	-	-	-
Air Choice One	-	-	-	-	948	2,442	4,228	9,103	7,499	7,361	-	-	-	-	0.0%	0.0%	0.1%	0.1%	0.1%	0.1%
AirTran Connection/Skywest	-	-	-	-	3,102	40,790	17,695	-	-	-	-	-	-	-	0.0%	0.7%	0.3%	-	-	-
AA Connection/American Eagle	65,234	44,700	31,314	21,795	106,990	17,121	10,014	47,117	39,182	5,275	0.9%	0.6%	0.4%	0.3%	1.7%	0.3%	0.2%	0.7%	0.7%	0.1%
AA Connection/Chautauqua	420,598	475,580	469,301	445,215	451,411	96,735	-	-	-	-	5.7%	6.3%	6.1%	6.2%	7.0%	1.6%	-	-	-	-
AA Connection/RegionsAir	68,728	67,493	10,220	-	-	-	-	-	-	-	0.9%	0.9%	0.1%	-	-	-	-	-	-	-
AA Connection/Trans States	717,520	674,784	646,763	445,330	38,734	-	-	-	-	-	9.7%	8.9%	8.4%	6.2%	0.6%	-	-	-	-	-
Cape Air	-	-	-	-	2,112	21,557	37,436	43,107	35,874	36,886	-	-	-	-	0.0%	0.3%	0.6%	0.7%	0.7%	0.7%
Continental Express/Chautauqua	-	-	64,541	83,786	61,928	54,696	17,957	-	-	-	-	-	0.8%	1.2%	1.0%	0.9%	0.3%	-	-	-
Continental Express/Expressjet	190,223	196,899	130,644	102,896	114,649	119,543	118,427	-	-	-	2.6%	2.6%	1.7%	1.4%	1.8%	1.9%	1.9%	-	-	-
Continental Express/Skywest	-	-	-	-	-	-	11,943	1,579	1,579	-	-	-	-	-	-	-	0.2%	0.0%	0.0%	-
Continental Express/Trans States	-	-	-	-	-	-	24,250	21,092	21,092	-	-	-	-	-	-	-	0.4%	0.3%	0.4%	-
Delta Connection/Atlantic Coast	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Delta Connection/ASA	93,610	69,686	31,160	59,425	55,861	35,171	56,211	26,937	25,889	30,289	1.3%	0.9%	0.4%	0.8%	0.9%	0.6%	0.9%	0.4%	0.5%	0.6%
Delta Connection/Chautauqua	-	22,913	58,712	68,731	26,781	11,371	3,771	5,949	5,949	136	-	0.3%	0.8%	1.0%	0.4%	0.2%	0.1%	0.1%	0.1%	0.0%
Delta Connection/Comair	124,487	68,594	44,042	26,693	46,027	62,743	112,929	32,426	32,426	-	1.7%	0.9%	0.6%	0.4%	0.7%	1.0%	1.8%	0.5%	0.6%	-
Delta Connection/Compass	-	-	-	-	-	41,236	24,302	38,415	34,450	47,964	-	-	-	-	-	0.7%	0.4%	0.6%	0.6%	0.9%
Delta Connection/Freedom	-	-	1,267	-	8,869	6,128	-	-	-	-	-	-	-	0.0%	-	0.1%	-	-	-	-
Delta Connection/Mesaba	-	-	-	-	2,625	62,742	82,592	468	468	-	-	-	-	-	0.0%	1.0%	1.3%	0.0%	0.0%	-
Delta Connection/Pinnacle	-	-	-	1,086	27,016	37,093	24,620	96,413	82,114	56,529	-	-	-	0.0%	0.4%	0.6%	0.4%	1.5%	1.5%	1.1%
Delta Connection/Shuttle America	-	-	3,315	7,190	12,167	7,015	19,863	12,503	3,143	3,143	-	-	0.0%	0.1%	0.2%	0.1%	0.3%	0.2%	0.2%	0.1%
Delta Connection/Skywest	-	11,615	40,262	45,364	60,583	26,042	53,398	62,729	55,847	34,873	-	0.2%	0.5%	0.6%	0.9%	0.4%	0.8%	1.0%	1.0%	0.7%
Delta Connection/Go Jet	-	-	-	-	-	-	-	79,403	61,343	76,964	-	-	-	-	-	-	1.3%	-	1.2%	1.5%
Frontier Connection/Chautauqua	-	-	-	-	-	15,348	19,771	-	-	-	-	-	-	-	-	0.2%	0.3%	-	-	-
Great Lakes	-	-	1,788	10,816	7,277	13	-	-	-	-	-	-	-	0.0%	0.2%	0.1%	0.0%	-	-	-
Jazz Air	-	13,854	20,959	17,089	13,926	16,518	15,622	16,721	14,441	13,912	-	0.2%	0.3%	0.2%	0.2%	0.3%	0.2%	0.3%	0.3%	0.3%
Midwest Connection/Skyway	8,708	10,389	13,106	1,874	-	-	-	-	-	-	0.1%	0.1%	0.2%	0.0%	-	-	-	-	-	-
Midwest Connection/Skywest	-	-	-	7,332	-	-	-	-	-	-	-	-	-	0.1%	-	-	-	-	-	-
Northwest Airlink/Comair	-	-	-	-	63	93	-	-	-	-	-	-	-	-	0.0%	0.0%	-	-	-	-
Northwest Airlink/Compass	-	-	-	-	23,937	4,384	-	-	-	-	-	-	-	-	0.4%	0.1%	-	-	-	-
Northwest Airlink/Mesaba	42,096	25,522	7,863	42,009	69,799	3,030	-	-	-	-	0.6%	0.3%	0.1%	0.6%	1.1%	0.0%	-	-	-	-
Northwest Airlink/Pinnacle	44,695	67,656	71,891	57,884	56,345	3,704	-	-	-	-	0.6%	0.9%	0.9%	0.8%	0.9%	0.1%	-	-	-	-
United Express/Air Wisc.	11,389	-	-	-	-	-	-	-	-	-	0.2%	-	-	-	-	-	-	-	-	-
United Express/ASA	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
United Express/ExpressJet	-	-	-	-	-	-	-	116,457	95,326	79,655	-	-	-	-	-	-	-	1.8%	1.8%	1.5%
United Express/Go Jet	18,395	119,952	125,645	116,892	142,904	189,156	170,585	161,310	135,107	142,981	0.2%	1.6%	1.6%	1.6%	2.2%	3.1%	2.7%	2.5%	2.7%	2.7%
United Express/Shuttle America	-	-	-	-	63	-	28,105	33,261	30,852	1,913	-	-	-	-	0.0%	-	0.4%	0.5%	0.6%	0.0%
United Express/Skywest	41,844	12,119	-	-	-	17	19,343	31,799	27,494	19,324	0.6%	0.2%	-	-	-	0.0%	0.3%	0.5%	0.5%	0.4%
United Express/Trans States	109,647	96,645	101,028	144,848	140,542	141,950	114,887	166,536	134,394	183,562	1.5%	1.3%	1.3%	2.0%	2.2%	2.3%	1.8%	2.6%	2.5%	3.5%
United Express/Mesa	15,065	-	-	-	-	-	60	-	-	-	0.2%	-	-	-	-	-	0.0%	-	-	-
United Express/Air Midwest	-	1,186	2,401	-	-	-	-	-	-	-	-	0.0%	0.0%	-	-	-	-	-	-	-
US Airways Express/Air Wisc.	6,857	44,278	26,035	21,690	41,067	19,167	20,065	32,153	24,981	26,370	0.1%	0.6%	0.3%	0.3%	0.6%	0.3%	0.3%	0.5%	0.5%	0.5%
US Airways Express/Chautauqua	1,167	1,687	-	-	-	1,398	-	-	-	-	0.0%	0.0%	-	-	-	0.0%	-	-	-	-
US Airways Express/Mesa	52,952	81,743	60,432	53,594	41,908	53,019	44,824	53,274	50,352	46,160	0.7%	1.1%	0.8%	0.7%	0.7%	0.9%	0.7%	0.8%	0.9%	0.9%
US Airways Express/PSA	25,455	22,501	20,326	21,072	12,742	13,454	6,648	14,254	10,332	6,922	0.3%	0.3%	0.3%	0.3%	0.2%	0.2%	0.1%	0.2%	0.2%	0.1%
US Airways Express/Republic	-	7,273	43,799	67,761	81,371	99,247	78,703	63,345	51,695	51,695	-	0.1%	0.6%	0.9%	1.3%	1.6%	1.3%	1.0%	1.0%	1.0%
US Airways Express/Trans States	38,804	38,298	39,553	27,389	26,223	29,835	30,006	30,947	26,518	26,528	0.5%	0.5%	0.5%	0.4%	0.5%	0.5%	0.5%	0.5%	0.5%	0.5%
Vision Air	-	-	-	-	-	2,948	568	461	461	501	-	-	-	-	-	-	0.0%	0.0%	0.0%	0.0%
Subtotal-Regional	2,117,359	2,181,774	2,066,367	1,897,761	1,677,970	1,232,758	1,171,203	1,198,002	1,018,468	898,743	28.8%	28.7%	26.8%	26.3%	26.0%	20.0%	18.6%	18.9%	19.1%	17.0%
Subtotal-Charter	89,124	84,213	70,972	28,830	6,883	19,237	16,658	13,973	13,334	8,838	1.2%	1.1%	0.9%	0.4%	0.1%	0.3%	0.3%	0.2%	0.3%	0.1%
Total Enplanements	7,362,918	7,604,898	7,715,334	7,207,890	6,446,947	6,178,819	6,282,919	6,352,208	5,322,951	5,297,312	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%

Source: Airport records.

TABLE IV-10
LAMBERT-ST. LOUIS INTERNATIONAL AIRPORT
HISTORICAL AIR CARGO (In Pounds)¹
1999 - OCTOBER 2013

Year	Freight		Mail		Total
	Pounds	Share	Pounds	Share	
CY 1999	211,601,498	73.2%	77,378,841	26.8%	288,980,339
2000	214,749,669	74.8%	72,268,005	25.2%	287,017,674
2001	212,177,374	78.8%	57,195,229	21.2%	269,372,603
2002	191,472,804	67.3%	93,223,627	32.7%	284,696,431
2003	178,056,476	69.9%	76,754,433	30.1%	254,810,909
2004	169,255,722	73.4%	61,269,380	26.6%	230,525,102
2005	168,362,101	75.5%	54,767,037	24.5%	223,129,138
2006	142,445,586	72.7%	53,541,462	27.3%	195,987,048
2007	133,695,393	72.8%	49,872,616	27.2%	183,568,009
2008	131,750,989	73.7%	47,029,325	26.3%	178,780,314
2009	122,500,361	74.9%	41,014,980	25.1%	163,515,341
2010	114,693,688	75.7%	36,742,617	24.3%	151,436,305
2011 ²	148,465,066	96.8%	4,924,811	3.2%	153,389,877
2012	148,217,002	97.1%	4,363,017	2.9%	152,580,019
Jan.-Oct. 2012	123,001,995	97.2%	3,523,733	2.8%	126,525,728
Jan.-Oct. 2013	115,198,273	97.1%	3,474,073	2.9%	118,672,346
FY 2000	215,766,693	74.0%	75,701,181	26.0%	291,467,874
2001	215,879,453	75.9%	68,558,946	24.1%	284,438,399
2002	192,103,187	72.5%	72,785,886	27.5%	264,889,073
2003	194,538,626	69.5%	85,243,106	30.5%	279,781,732
2004	168,677,926	71.9%	65,884,143	28.1%	234,562,069
2005	179,472,307	72.8%	67,021,781	27.2%	246,494,088
2006	158,158,030	74.3%	54,641,662	25.7%	212,799,692
2007	135,622,875	72.0%	52,833,925	28.0%	188,456,800
2008	136,522,284	74.0%	48,065,509	26.0%	184,587,793
2009	126,031,707	74.7%	42,623,636	25.3%	168,655,343
2010	116,188,205	74.8%	39,045,333	25.2%	155,233,538
2011 ²	132,512,974	85.9%	21,794,459	14.1%	154,307,433
2012	147,856,584	97.3%	4,121,108	2.7%	151,977,692
2013	147,220,655	97.1%	4,389,687	2.9%	151,610,342
Average Annual Growth Rate					
CY 1999-2012	-2.7%		-19.8%		-4.8%
Jan.-Oct. 2013	-6.3%		-1.4%		-6.2%
FY 2000-2013	-2.9%		-19.7%		-4.9%

¹ Includes enplaned and deplaned cargo.

² Increase in cargo freight pounds in CY 2011 due to reclassification of the cargo mail to cargo freight by the carrier.

Source: Airport records.

**TABLE III-1
ST. LOUIS MSA POPULATION TRENDS
2000 - 2012**

County/Area	Population Estimate						Avg. Annual Growth Rate
	7/1/2000	7/1/2008	7/1/2009	7/1/2010	7/1/2011	7/1/2012	
St. Louis, MO-IL MSA¹							
Franklin, MO	94,050	101,149	101,422	101,535	101,681	101,412	0.6%
Jefferson, MO	198,937	216,409	217,764	219,092	219,665	220,209	0.9%
Lincoln, MO	39,196	51,847	52,243	52,684	53,057	53,354	2.6%
St. Charles, MO	286,218	351,179	356,902	361,745	364,981	368,666	2.1%
St. Louis, MO	1,016,178	998,331	998,618	999,026	999,321	1,000,438	-0.1%
St. Louis City, MO	347,144	317,955	318,842	319,102	318,563	318,172	-0.7%
Warren, MO	24,745	31,975	32,320	32,564	32,588	32,753	2.4%
Bond, IL	17,735	17,916	17,747	17,764	17,737	17,644	0.0%
Calhoun, IL	5,086	5,084	5,082	5,077	5,066	5,014	-0.1%
Clinton, IL	35,565	37,472	37,459	37,837	38,136	38,061	0.6%
Jersey, IL	21,642	23,084	23,060	22,950	22,857	22,742	0.4%
Macoupin, IL	48,972	48,092	47,630	47,791	47,818	47,231	-0.3%
Madison, IL	259,204	268,232	268,978	269,327	268,509	267,883	0.3%
Monroe, IL	27,764	32,533	32,848	32,999	33,277	33,357	1.5%
St. Clair, IL	256,462	266,518	268,489	270,380	270,119	268,858	0.4%
Total MSA	2,678,898	2,767,776	2,779,404	2,789,873	2,793,375	2,795,794	0.4%
Missouri	5,607,285	5,923,916	5,961,088	5,996,092	6,008,984	6,021,988	0.6%
Illinois	12,434,161	12,747,038	12,796,778	12,840,459	12,859,752	12,875,255	0.3%
United States	282,162,411	304,093,966	306,771,529	309,326,225	311,587,816	313,914,040	0.9%

¹ MSA includes Sullivan City in Crawford County but population count is not included in MSA totals from Census.

Source: U.S. Census Bureau.

TABLE III-2
ST. LOUIS MSA CIVILIAN LABOR FORCE
1999 - 2013YTD

Year	Labor Force			Unemployment Rate
	Total	Employed	Unemployed	
1999	1,387,517	1,339,093	48,424	3.5%
2000	1,423,746	1,373,227	50,519	3.5%
2001	1,432,648	1,367,082	65,566	4.6%
2002	1,434,464	1,357,248	77,216	5.4%
2003	1,425,463	1,342,568	82,895	5.8%
2004	1,424,186	1,338,527	85,659	6.0%
2005	1,436,528	1,356,121	80,407	5.6%
2006	1,448,341	1,374,750	73,591	5.1%
2007	1,452,539	1,375,038	77,501	5.3%
2008	1,449,567	1,356,726	92,841	6.4%
2009	1,446,568	1,302,827	143,741	9.9%
2010	1,444,169	1,302,851	141,318	9.8%
2011	1,440,538	1,314,320	126,218	8.8%
2012	1,418,357	1,310,754	107,603	7.6%
Jan-Aug 2012	11,370,647	10,474,955	895,692	7.9%
Jan-Aug 2013	11,322,060	10,466,483	855,577	7.6%
Average Annual Growth Rate				
Jan-Aug 2013	-0.4%	-0.1%	-4.5%	
1999-2012	0.2%	-0.2%	6.3%	

Source: U.S. Bureau of Labor Statistics.

**TABLE III-3
SELECTED MAJOR EMPLOYERS IN THE ST. LOUIS REGION
SEPTEMBER 2013**

Firms by Employment Size	
More than 10,000 Employees	
BJC HealthCare*	SSM Health Care*
Boeing Defense, Space & Security*	Schnuck Markets, Inc*
Mercy Health*	Wal-Mart Stores Inc.
Scott Air Force Base*	Washington University in St. Louis*
5,000 — 9,999 Employees	
Archdiocese of St. Louis*	Saint Louis University*
AT&T Communications, Inc.	St. Louis Community College District*
City of St. Louis*	Special School District of St. Louis County*
Enterprise Holdings*	Tenet Healthsystem Medical Inc.
Imo's Pizza*	U.S. Postal Service
McDonald's	Wells Fargo Advisors*
2,500 — 4,999 Employees	
Ameren Corporation*	Monsanto Co.*
Anheuser-Busch InBev	Panera Bread Company*
Bank of America	Parkway School District*
CitiMortgage*	Rockwood School District*
Delmar Gardens Enterprises*	St. Anthony's Medical Center*
Dierbergs Markets*	St. Louis County Government*
Edward Jones*	St. Louis Public Schools*
Emerson Electric Company*	St. Luke's Hospital*
Express Scripts Inc.*	Supervalu Inc.
Fort Zumwalt School District*	Target Corp.
Home Depot USA, Inc.	U.S. Bancorp
Lodging Hospitality Management*	United Parcel Service Inc.
Lowe's Home Centers Inc	University of Missouri - St. Louis
Mallinckrodt*	Walgreens

Source: St Louis Regional Chamber & Growth Association based on various sources

Note: * - Corporate Headquarters in Greater St. Louis

Table 6

SUMMARY OF SIGNATORY AIRLINE REVENUES, COST PER ENPLANED PASSENGER, AND RATES

Lambert-St. Louis International Airport
For Fiscal Years Ending June 30

	Actual 2013 ¹	Projected			
		2014	2015	2016	2017
SIGNATORY AIRLINE REVENUES					
Landing Fees ¹	\$56,156	\$57,248	\$57,238	\$57,805	\$58,844
Terminal Building Rentals					
Terminal 1	\$7,159	\$7,300	\$7,394	\$7,878	\$8,033
Terminal 2	3,388	3,716	3,944	4,029	4,100
	\$10,547	\$11,015	\$11,338	\$11,907	\$12,133
TOTAL SIGNATORY AIRLINE REQUIREMENTS					
Initial Requirement	\$66,703	\$68,263	\$68,576	\$69,712	\$70,977
Additional Requirement	22,835	21,913	23,295	18,729	18,104
	\$89,538	\$90,176	\$91,871	\$88,441	\$89,081
Signatory airline enplaned passengers	6,356	6,202	6,312	6,475	6,676
Cost per enplaned passenger	\$14.09	\$14.54	\$14.56	\$13.66	\$13.34
SIGNATORY AIRLINE RATES					
Landing Fee Rate (per 1,000 pounds)	\$8.36	\$8.76	\$8.69	\$8.28	\$8.14
Terminal Building Rental Rates					
Terminal 1	\$74.25	\$73.25	\$76.10	\$70.54	\$70.20
Terminal 2	\$80.99	\$81.55	\$86.62	\$79.90	\$79.69

¹ Financial information is based on the FY 2013 audit.

FORECAST OPERATION AND MAINTENANCE EXPENSES

Lambert-St. Louis International Airport
For Fiscal Years Ending June 30
(in thousands)

	Avg. Annual Growth Rate	Actual 2013 ²	Budget 2014	Forecast		
	FY '13-'17			2015	2016	2017
<u>Personal Services</u>						
Salaries & Wages	2.6%	\$27,263	\$27,698	\$28,529	\$29,385	\$30,266
Fringe Benefits	5.8%	\$12,890	\$14,790	\$15,234	\$15,691	\$16,162
	3.7%	\$40,153	\$42,488	\$43,763	\$45,076	\$46,428
<u>Supplies, Materials & Equipment</u>						
Deicing & Misc. Supplies	-6.3%	\$1,980	\$1,429	\$1,461	\$1,494	\$1,526
Other	4.9%	\$4,351	\$4,918	\$5,031	\$5,147	\$5,265
	1.8%	\$6,331	\$6,346	\$6,492	\$6,638	\$6,791
<u>Contractual Services</u>						
Utilities	6.7%	\$6,692	\$7,833	\$8,146	\$8,472	\$8,667
Rental Equipment - Snow Removal	4.7%	\$1,694	\$1,900	\$1,944	\$1,988	\$2,034
Rental Equipment - Land Maintenance	4.3%	\$195	\$215	\$220	\$225	\$231
Cleaning Services	8.4%	\$2,749	\$3,540	\$3,622	\$3,705	\$3,790
Reimbursement for City Services	0.4%	\$1,355	\$1,288	\$1,318	\$1,348	\$1,379
Shuttle, Misc., Acoustical	15.4%	\$161	\$266	\$272	\$278	\$285
Legal	9.8%	\$350	\$475	\$486	\$497	\$509
Security Service	2.2%	\$4,682	\$4,774	\$4,884	\$4,996	\$5,111
Insurance	3.6%	\$1,801	\$1,937	\$1,982	\$2,027	\$2,074
Other	8.6%	\$11,176	\$13,523	\$14,973	\$15,267	\$15,563
	6.5%	\$30,855	\$35,751	\$37,845	\$38,803	\$39,641
Total Operation & Maintenance Expenses ¹	4.7%	\$77,340	\$84,585	\$88,101	\$90,517	\$92,860

¹ Excludes 5% gross receipts tax, which is not included in the calculation of Net Revenues.

² Financial information is based on the FY 2013 audit.

Airport Revenues and Expenses and Certain Bond-Related Data

Lambert-St. Louis International Airport
For Fiscal Years Ending June 30
(in thousands)

	Historical ¹				
	2009	2010	2011	2012	2013
Revenues					
Air Carrier Fees ²	\$90,418	\$91,701	\$83,813	\$83,722	\$92,163
Concession Fees ³	\$37,438	\$38,660	\$38,269	\$38,629	\$41,034
Cargo/Other Revenues ⁴	\$6,593	\$13,600	\$24,975	\$10,823	\$7,616
Airline Revenue Mitigation	-	-	-	\$13,728	\$13,728
Interest Income	\$2,952	\$2,026	\$1,981	\$1,696	\$2,222
Total GARB Revenues	\$137,401	\$145,987	\$149,038	\$148,598	\$156,763
PFC Pledged Revenue	\$24,096	\$27,135	\$27,195	\$23,863	\$27,578
Total Revenues	\$161,497	\$173,122	\$176,233	\$172,461	\$184,341
Total Operating Expenses	\$82,549	\$82,612	\$81,485	\$73,277	\$77,340
Net Revenues	\$78,948	\$90,510	\$94,748	\$99,183	\$107,001
Aggregate Annual Debt Service On Outstanding GARB Bonds	\$62,836	\$72,135	\$75,631	\$73,781	\$78,746
Debt Service Coverage	1.26	1.25	1.25	1.34	1.36

¹ All figures based on audited financial reports for FY 2009 - 2013.

² The increase in Air Carrier Fees from FY2012 to FY2013 is mainly due to a reverse of the prior year true-up of approximately \$3.7 million for the airfield, and an increase to the Additional Airline Requirement resulting from the O&M expense and total debt service growth in FY2013.

³ Concession Fees for FY2013 include additional revenues resulting from the new Hudson merchandising contract's \$4.5 million minimum annual guarantee, which became effective in February 2013. Concession Fees also reflect an increase to Public Parking rates effective April 1, 2013.

⁴ Other revenues for FY 2012 were higher due to the final AIP Grant Reimbursements for Series 2009A-2 debt service totaling approximately \$3.5 million.

Table 7

CALCULATION OF ANNUAL DEBT SERVICE COVERAGE

Lambert St. Louis International Airport
 For Fiscal years Ending June 30
 (in thousands)

	Actual 2013 ¹	Projected			
		2014	2015	2016	2017
ANNUAL DEBT SERVICE COVERAGE					
Total Revenues	\$184,341	\$190,773	\$195,069	\$194,239	\$197,195
less: Operation and Maintenance Expenses	77,340	84,585	88,101	90,517	92,860
Net Revenues	\$107,001	\$106,187	\$106,968	\$103,722	\$104,335
Debt Service Total Outstanding Bonds	\$78,746	\$77,906	\$78,354	\$74,961	\$75,017
Debt service coverage ratio	1.36	1.36	1.37	1.38	1.39
ADDITIONAL BOND TEST					
Forecast debt service coverage		1.36	1.37	1.38	
Required debt service coverage		1.25	1.25	1.25	
Forecast debt service coverage exceeds the 1.25 times requirement in each Fiscal Year.					

¹ Financial information is based on the FY 2013 audit.

TABLE IV-1
LAMBERT-ST. LOUIS INTERNATIONAL AIRPORT
SCHEDULED AIR CARRIERS SERVING THE AIRPORT
As of November 2013

Scheduled Mainline	Regional	All-Cargo
Air Tran ¹ Alaska ¹ American ¹ Delta ¹ Frontier ¹ Southwest ¹ United ¹ US Airways ¹	Air Choice One ⁴ Air Wisconsin ² (US Airways) Compass Airlines ² (Delta) ExpressJet ² (Delta, United) Go Jet ² (Delta, United) Hyannis Air Service, Inc., d/b/a Cape Air ¹ Jazz Aviation LP, d/b/a Air Canada Jazz ³ Mesa ² (US Airways) Pinnacle ² (Delta) PSA ² (US Airways) Republic ² (US Airways) Shuttle America ² (Delta, United) Skywest ² (Delta, United) Trans States ² (United, US Airways)	Air Transport Int'l. ³ Federal Express ¹ United Parcel Service ¹

¹ Signatory Airline (holds an Airport Use and Lease Agreement)

² Non-Signatory Airline that is a Designated Affiliate of a Signatory Airline (The related Signatory Airline(s) currently served is parenthetically noted)

³ Non-Signatory Airline that is not a Designated Affiliate.

⁴ Air Choice One has scheduled service (Essential Air Service Routes), but does not have an agreement with the Airport.

Source: Airport management records.