

**Amendment to Supplemental Section 1114 Pilot Retiree
Committee Agreement Term Sheet**

February 20, 2007

I. BACKGROUND AND SCOPE

A. On October 4, 2006, Delta Air Lines, Inc. (“**Delta**” or the “**Debtor**”) and the Section 1114 Pilot Retiree Committee (“**1114 Pilot Committee**”) entered into that certain Section 1114 Pilot Retiree Committee Agreement Term Sheet (“**Term Sheet**”), which provided, *inter alia*, for the consensual modification of certain healthcare benefits for retired pilots.

B. On October 5, 2006, Delta filed a Motion to Approve Agreements Between the Debtors and Section 1114 Retiree Committees to Modify Retiree Benefits. On October 19, 2006, the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) entered an Order Approving Agreements Between the Debtors and Section 1114 Retiree Committees to Modify Retiree Benefits.

C. On January 22, 2007, Delta and the 1114 Pilot Committee entered into that certain Supplemental Section 1114 Pilot Retiree Committee Agreement Term Sheet (“**Supplemental Term Sheet**”), which provided, *inter alia*, for the method of calculation of claims resulting from the modifications to retiree benefits described in the Term Sheet. On January 24, 2007, Delta filed in the Bankruptcy Court a Motion for Approval of the Supplemental Term Sheet.

II. AMENDMENT TO SUPPLEMENTAL TERM SHEET

A. Delta and the 1114 Pilot Committee have agreed to amend the Supplemental Term Sheet solely with respect to the method of calculation of the individual claims as described below, and the claims that result from such method of calculation shall be allowed as unsecured non-priority claims without the need for the individual claimants to file proofs of claims for those amounts. Delta agrees to amend its schedules of assets and liabilities to set forth the allowed individual unsecured non-priority claims (listed by employee number) and provide notice of such amendment to the affected claimants.

B. Notwithstanding Section II(C) of the Supplemental Term Sheet, any Retired Pilot under age 60 as of January 1, 2007 (and, if applicable, Dependent Spouse) not enrolled in retiree medical coverage under the DPMP or the Delta Family-Care Medical Plan (as defined in the Term Sheet) for years 2006 or 2007, but who (i) was enrolled in Delta retiree medical coverage under the DPMP or Delta Family-Care Medical Plan in 2005 and (ii) received non-qualified pension payments from Delta until such payments were suspended in September 2005,

shall have an unsecured non-priority claim calculated as if such claimant were still enrolled.

C. Notwithstanding Section II(C) of the Supplemental Term Sheet, any Retired Pilot under age 60 as of January 1, 2007 (and, if applicable, Dependent Spouse) not enrolled in retiree medical coverage under the DPMP or the Delta Family-Care Medical Plan (as defined in the Term Sheet) for years 2006 or 2007 (other than those Retired Pilots and Dependent Spouses described in Section II(B) hereof), shall have an unsecured non-priority claim in an amount equal to such claimant's pro rata share of \$18.8 million, such pro rata share being based upon the claim calculation methodology set forth in the Supplemental Term Sheet, assuming the Retired Pilot actually had been enrolled in Delta retiree medical coverage. It is estimated that the claims described in this Section II(C) shall be approximately at least 50% of the claims these Retired Pilots would have had had they been enrolled in Delta retiree medical coverage.