



UNITED STATES OF AMERICA
DEPARTMENT OF TRANSPORTATION
OFFICE OF THE SECRETARY
WASHINGTON, D.C.

**Joint Application of Asiana Airlines, Inc. and United Air Lines, Inc.
for Approval of and Antitrust Immunity for an Alliance Agreement
under 49 U.S.C. §§ 41308 and 41309 (Docket OST-2003-14202)**

NOTICE PROVIDING ACCESS TO DOCUMENTS

On January 3, 2003, Asiana Airlines, Inc. (“Asiana”), United Air Lines, Inc. (“United”), and their respective affiliates (collectively, the “Joint Applicants”) filed for approval of, and antitrust immunity for, an alliance agreement between Asiana and United (the “Alliance Expansion Agreement”).¹ Asiana and United each filed a motion under 14 C.F.R. 302.12 (Rule 12) of our regulations seeking confidential treatment for supporting documents. Both applicants maintain that these documents contain confidential, proprietary and commercially sensitive information that qualifies for being withheld from public disclosure. Asiana and United ask that access to these documents be limited to counsel and outside experts for interested parties.²

As an initial matter, in order to afford interested parties prompt access to the documents under conditions agreed to by the applicants and imposed by the Department under similar recent circumstances,³ we will grant immediate interim access to all documents covered by the Rule 12 Motions to counsel and outside experts for interested parties who file appropriate affidavits with the Department in advance. Moreover, consistent with earlier determinations, at the Dockets facility, Parties will be permitted to make copies of the documents for use by persons who have filed confidentiality affidavits.⁴ We also find it appropriate to grant interim access to any

¹ For purposes of this application, the term “Alliance Expansion Agreement” includes the following: (1) Alliance Expansion Agreement by and between Asiana and United executed on December 23, 2002, and attached as Exhibit JA-1; (2) the Asiana/United Marketing Cooperation Agreement executed on August 27, 2002, and attached as exhibit JA-2; (3) the Asiana/United Code Share and Regulatory Cooperation Agreement executed on August 27, 2002, attached as Exhibit JA-3, and filed with the Department on September 9, 2002, (Docket OST-2002-13320); (4) the International Passenger Prorate Agreement between United and Asiana effective December 1, 2002, and attached as Exhibit JA-4; (5) any implementing agreements in furtherance of the foregoing agreements; and (6) any transaction undertaken pursuant to the foregoing agreements.

² See Motions at 3. Answers to the motions are due on January 14. We will rule on the merits of the Rule 12 Motions by subsequent order.

³ See Notices in Dockets OST-2002-11842 dated March 21, 2002, and OST-2001-10429 dated August 21, 2001.

⁴ See Notice dated March 21, 2002, p 1, Docket OST-2002-11842 (Delta-KAL-Air France-Alitalia-CSA request for approval of and antitrust immunity for Alliance Agreements); and see Notice dated

subsequent materials that may be filed in this case under a Rule 12 Motion to counsel and outside experts for interested parties who file appropriate affidavits with the Department in advance, unless the party filing the motion objects.

We expect all affidavits to state, at a minimum, that (1) the affiant is counsel for an interested party or an outside independent expert providing services to such a party; (2) the affiant will use the information only for the purpose of participating in this proceeding; and (3) the affiant will disclose such information only to other persons who have filed a valid affidavit in Docket OST-2003-14202. Affiants and interested parties must understand and agree that any pleading or other filing that includes or discusses information contained in the covered documents must itself be accompanied by a Rule 12 motion requesting confidential treatment. Affidavits must be filed in Docket OST-2003-14202 with the Department of Transportation, Dockets, Room PL-401, 400 Seventh Street, S.W., Washington, D.C., 20590.

Affiants having filed affidavits may examine the documents at the Department of Transportation at the Dockets location. Affiants must present a stamped copy of the affidavit filed with the Department of Transportation before examination of the documents. Immediately after the completion of any judicial review of our final decision in this docket or the expiration of the 60-day period within which a person may petition for judicial review, all persons who have filed confidentiality affidavits in this proceeding are hereby directed to file a further affidavit stating that all copies of the applicants' confidential materials have been destroyed or returned to the applicants.

Finally, when we have determined that the record of this case is complete, we will announce an appropriate procedural schedule.

We shall serve this notice on all persons on the service list for this docket.

By:

READ C. VAN DE WATER
Assistant Secretary for Aviation
and International Affairs

Date:

(SEAL)

An electronic version of this document is available on the World Wide Web at:
<http://dms.dot.gov/search>