

**MEMPHIS INTERNATIONAL AIRPORT
ANNUAL ACTIVITY REPORT
FOR YEAR ENDED DECEMBER 31, 2012**

Larry D. Cox, President
Scott A. Brockman, EVP & Chief Operating Officer
John E. Greaud, Vice President

George E. Mabon, Vice President
Richard V. White, Vice President

PASSENGERS

MAJOR	DOMESTIC			INTERNATIONAL			TOTALS
	Enplaned	Through	Deplaned	Enplaned	Through	Deplaned	
AirTran Airways	145,799	0	146,444	0	0	0	292,243
American Airlines	91,373	0	93,634	0	0	0	185,007
Delta Airlines (1)	1,217,987	4,115	1,200,912	22,595	1,582	25,330	2,472,521
US Airways	36,245	0	37,360	0	0	0	73,605
TOTAL MAJOR	1,491,404	4,115	1,478,350	22,595	1,582	25,330	3,023,376
REGIONAL/COMMUTER							
Air Wisconsin dba US Airways	10,698	0	10,816	0	0	0	21,514
American Eagle	51,454	0	52,320	0	0	0	103,774
Chautauqua dba Delta Connection (1)	44,971	12	45,855	0	0	0	90,838
ComAir dba Delta Connection (1)	80,909	224	81,132	0	0	0	162,265
Compass Airlines dba Delta Connection (1)	1,024	67	1,058	0	0	0	2,149
ExpressJet dba Continental Express	12,165	0	12,620	0	0	0	24,785
ExpressJet dba Delta Connection	455,012	438	466,915	0	0	0	922,365
ExpressJet dba United Express	114,366	0	118,737	0	0	0	233,103
Jazz Air, LP	0	0	0	6,992	0	6,417	13,409
Mesa Airlines dba United Express	865	0	970	0	0	0	1,835
Mesa Airlines dba US Airways Express	88,728	0	89,965	0	0	0	178,693
Mesaba Airlines dba Delta Connection (1)	2,192	0	2,222	0	0	0	4,414
Piedmont Airlines dba US Airways Express ⁽³⁾	0	0	0	0	0	0	0
Pinnacle Airlines dba Delta Connection (1)	760,825	1,034	760,729	0	0	0	1,522,588
PSA dba US Airways Express	28,348	0	29,289	0	0	0	57,637
Republic Airlines dba US Airways Express	75	0	155	0	0	0	230
Shuttle America dba Delta Connection (1)	633	0	544	0	0	0	1,177
Skywest Airlines dba Continental Connection	0	42	0	0	0	0	42
Skywest Airlines dba Delta Connection (1)	157,030	46	161,253	0	0	0	318,329
Skywest Airlines dba United Express	11,229	0	11,364	0	0	0	22,593
Trans State Airlines dba United Express	17,790	0	17,886	0	0	0	35,676
TOTAL REGIONAL/COMMUTER	1,838,314	1,863	1,863,830	6,992	0	6,417	3,717,416
NON-SCHEDULED							
Miami Air International	505	0	552	0	0	0	1,057
Mid South Jets	322	0	265	0	0	0	587
SeaPort Airlines	5,243	0	5,507	0	0	0	10,750
TOTAL NON-SCHEDULED	6,070	0	6,324	0	0	0	12,394
YEAR TO DATE TOTALS							
JANUARY-DECEMBER 2012	3,335,788	5,978	3,348,504	29,587	1,582	31,747	6,753,186
JANUARY-DECEMBER 2011	4,291,791	9,880	4,306,585	61,380	1,750	66,255	8,737,641
2012 TO 2011	-22.28%	-39.49%	-22.25%	-51.80%	0.00%	-52.08%	-22.71%



**FOR YEAR ENDED
DECEMBER 31, 2012**

CARGO HANDLED

	DOMESTIC FREIGHT		INTERNATIONAL FREIGHT	
	Enplaned	Deplaned	Enplaned	Deplaned
MAJOR				
Air Tran Airways	0	0	0	0
American Airlines	1,042	17,191	0	0
Delta Airlines	1,336,258	1,534,108	821,231	1,309,964
US Airways	0	904	0	0
TOTAL MAJOR	1,337,300	1,552,203	821,231	1,309,964
REGIONAL/COMMUTER				
Air Wisconsin dba US Airways Exp	0	401	0	0
American Eagle	1,913	2,076	0	0
Chautauqua dba Delta Connection (2)	12,803	2,959	0	0
ComAir dba Delta Connection (2)	3,235	521	0	0
Compass Airlines dba Delta Connection (2)	0	0	0	0
ExpressJet dba Continental Express	0	0	0	0
ExpressJet dba Delta Connection	38,633	8,996	0	0
ExpressJet dba United Express	0	0	0	0
Jazz Air, LP	0	0	0	0
Mesa Airlines dba United Express	0	0	0	0
Mesa Airlines dba US Airways Express	0	7,394	0	0
Mesaba Airlines dba Delta Connection (2)	0	0	0	0
Piedmont Airlines dba US Airways Express ⁽³⁾	0	0	0	0
Pinnacle Airlines dba Delta Connection (2)	160,598	54,712	0	0
PSA dba US Airways Express	0	3,634	0	0
Republic Airlines dba US Airways Express	0	0	0	0
Shuttle America dba Delta Connection (2)	455	0	0	0
Skywest Airlines dba Continental Connection	0	0	0	0
Skywest Airlines dba Delta Connection (2)	30,720	4,963	0	0
Skywest Airlines dba United Express	0	0	0	0
Trans States Airlines dba United Express	0	0	0	0
TOTAL REGIONAL/COMMUTER	248,357	85,656	0	0
CARGO AIRLINES				
ABX Air	55,046	736,033	0	0
Air Transport International	40,882	23,292	0	0
Atlas Air	1,580,564	1,002,393	900,256	339,219
Baron Aviation	652,342	781,723	0	0
Capital Cargo International Airlines	5,930,924	5,688,214	0	0
DHL	91,053	123,828	0	0
Federal Express (1)	4,235,527,782	3,965,137,101	262,892,749	305,094,595
Mountain Air	3,197,457	2,955,471	0	0
United Parcel Service	34,073,108	21,408,212	23,565	276,381
U. S. Check	10,840	29,378	0	0
TOTAL CARGO AIRLINES	4,281,159,998	3,997,885,645	263,816,570	305,710,195
NON-SCHEDULED LANDINGS				
Miami Air International	0	0	0	0
Mid South Jets	0	0	0	0
SeaPort Airlines	282	0	0	0
TOTAL NON-SCHEDULED	282	0	0	0
OTHERS				
Signature - Sales	0	0	0	0
Signature - Into Plane	0	0	0	0
Wilson Air Center - Sales	0	0	0	0
Wilson Air Center - Into Plane	0	0	0	0
TOTAL OTHERS	0	0	0	0
YEAR TO DATE TOTALS				
JANUARY-DECEMBER 2012	4,282,745,937	3,999,523,504	264,637,801	307,020,159
JANUARY-DECEMBER 2011	4,144,773,540	3,893,199,058	272,377,940	324,569,170
2012 TO 2011	3.33%	2.73%	-2.84%	-5.41%

(1) Federal Express cargo figures include mail, which is transported under an agreement with the United States Postal Service.

(2) Jet fuel amount reported for Delta includes Delta and all reported Delta Connections.

AIR MAIL		TOTAL CARGO HANDLED (lbs)	MOVEMENTS	LANDED WEIGHT (1,000 lbs)	AVIATION FUEL	
Enplaned	Deplaned				JET Gallons	AVGAS Gallons
0	0	0	2,988	155,592.0	927,929	0
0	0	18,233	2,748	171,331.0	334,023	0
634,590	747,563	6,383,714	21,844	1,524,322.4	42,718,275	0
0	0	904	778	53,624.0	208,653	0
634,590	747,563	6,402,851	28,358	1,904,869.4	44,188,880	0
0	0	401	592	13,912.0	146,981	0
0	0	3,989	3,124	66,866.4	1,034,288	0
342	26	16,130	2,130	45,262.5	0	0
0	0	3,756	2,910	99,793.6	0	0
0	0	0	42	1,567.1	0	0
0	0	0	758	16,232.2	277,593	0
127	6		22,140	537,522.0	0	0
0	0		6,414	138,276.0	2,441,919	0
0	0		508	11,966.1	195,751	0
0	0	0	42	1,407.0	11,599	0
0	0	7,394	2,800	102,900.0	441,600	0
0	0	0	68	2,553.4	0	0
0	0	0	4	73.9	991	0
4,134	729	220,173	33,670	932,391.3	0	0
0	0	3,634	1,370	37,095.0	286,102	0
0	0	0	6	222.1	2,512	0
0	0	455	26	970.8	0	0
0	0	0	2	47.0	413	0
676	0	36,359	6,576	180,002.2	0	0
0	0	0	570	14,395.0	210,269	0
0	0	0	994	21,146.9	294,253	0
5,279	761	292,291	84,746	2,224,602.5	5,344,271	0
0	0	791,079	22	3,379.0	0	0
0	0	64,174	2	275.0	0	0
0	0	3,822,432	48	15,984.0	433,248	0
0	0	1,434,065	1,392	5,916.0	0	0
0	0	11,619,138	502	44,360.0	0	0
0	0	214,881	10	1,375.0	473,885	0
0	0	8,768,652,227	120,518	20,686,721.0	328,771,822	0
0	0	6,152,928	928	17,865.8	0	0
1,814	241,720	56,024,800	1,426	200,874.6	369,635	0
0	0	40,218	204	1,392.4	0	0
1,814	241,720	8,848,815,942	125,052	20,978,142.8	330,048,590	0
0	0	0	20	1,409.5	0	0
0	0	0	166	1,497.6	0	0
0	0	282	3,624	17,398.4	177,721	0
0	0	282	3,810	20,305.5	177,721	0
0	0	0	0	0.0	1,359,640	14,768
0	0	0	0	0.0	139,073	0
0	0	0	0	0.0	1,266,494	66,215
0	0	0	0	0.0	1,183,415	0
0	0	0	0	0.0	3,948,622	80,983
641,683	990,044	8,855,559,128	241,966	25,127,920.2	383,708,084	80,983
255,318	789,012	8,635,964,038	283,138	25,685,445.1	406,579,051	95,873
151.33%	25.48%	2.54%	-14.54%	-2.17%	-5.63%	-15.53%

	YEAR TO DATE		2012
	2012	2011	TO 2011
CHARLES W. BAKER AIRPORT			
Millington, TN			
Aircraft Movements	36,672	39,564	-7.31%
Aviation Fuel delivered-gallons	73,344	79,129	-7.31%
GENERAL DEWITT SPAIN AIRPORT			
Downtown Memphis, TN			
Aircraft Movements	60,746	39,933	52.12%
Aviation Fuel delivered-gallons	121,488	79,867	52.11%
MEMPHIS INTERNATIONAL AIRPORT			
AIRCRAFT OPERATIONS			
Domestic Commercial			
Passenger Aircraft (Excluding Commuter)	28,042	32,980	-14.97%
All Cargo Aircraft	113,132	113,420	-0.25%
International Commercial			
Passenger Aircraft (Excluding Commuter)	844	1,458	-42.11%
All Cargo Aircraft	11,920	12,002	-0.68%
Commuter	88,028	123,278	-28.59%
General Aviation	27,698	27,108	2.18%
Military	1,463	1,545	-5.31%
TOTAL AIRCRAFT OPERATIONS	271,127	311,791	-13.04%
OTHER ACTIVITIES			
Automobiles parked-public lot	649,693	756,906	-14.16%
Taxi cabs into city	69,862	69,671	0.27%
Limousine passengers	0	1,398	-100.00%
Flight Meals Enplaned	334,301	445,780	-25.01%

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