

DELTA AIR LINES INC /DE/

Form 4

August 25, 2015

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
ANDERSON RICHARD H

2. Issuer Name **and** Ticker or Trading
Symbol
DELTA AIR LINES INC /DE/
[DAL]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O DELTA AIR LINES, INC.,
DEPT. 981, P.O. BOX 20574

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/24/2015

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chief Executive Officer

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

ATLANTA,, GA 30320

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price			
Common Stock								367,774	I	By Wife
Common Stock	08/24/2015		S		500	D	\$ 34.61	456,386	D	
Common Stock	08/24/2015		S		200	D	\$ 37.49 (1)	456,186	D	
Common Stock	08/24/2015		S		900	D	\$ 38.9167 (2)	455,286	D	
	08/24/2015		S		1,200	D		454,086	D	

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Common Stock					\$			
					40.0167			
					(3)			
Common Stock	08/24/2015		S	5,389	D	\$	41.5328	448,697
						(4)		
Common Stock	08/24/2015		S	30,259	D	\$	42.2543	418,438
						(5)		
Common Stock	08/24/2015		S	31,751	D	\$	43.1046	386,687
						(6)		
Common Stock	08/24/2015		S	4,801	D	\$	43.8423	381,886
						(7)		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
ANDERSON RICHARD H C/O DELTA AIR LINES, INC., DEPT. 981 P.O. BOX 20574	X Chief Executive Officer

ATLANTA,, GA 30320

Signatures

/s/ Jan M. Davidson as attorney-in-fact for Richard H.
Anderson

08/25/2015

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

The shares were sold pursuant to a Rule 10b5-1 trading plan dated October 24, 2014 (the "Trading Plan"). The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$37.05 to \$38.0499, inclusive. The

(1) reporting person undertakes to provide to the corporation, any security holder of the corporation or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnotes (1) through (7) to this Form 4.

(2) The shares were sold pursuant to the Trading Plan. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$38.43 to \$39.4299, inclusive.

(3) The shares were sold pursuant to the Trading Plan. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$39.64 to \$40.6399, inclusive.

(4) The shares were sold pursuant to the Trading Plan. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$40.67 to \$41.6699, inclusive.

(5) The shares were sold pursuant to the Trading Plan. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$41.6869 to \$42.6868, inclusive.

(6) The shares were sold pursuant to the Trading Plan. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$42.69 to \$43.6899, inclusive.

(7) The shares were sold pursuant to the Trading Plan. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$43.70 to \$44.12, inclusive.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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