

**AIRTRAN AIRWAYS HAS PROPOSED A MERGER WITH MIDWEST AIRLINES.
AS STAKEHOLDERS IN MIDWEST AND AIRTRAN YOU SHOULD ASK:**

WHAT WOULD THIS MEAN FOR ME?

Combining two of the nation's most well-respected airlines creates an air carrier that would offer superior value to our shareholders, high-quality, low-cost airline service to more passengers, and provide greater opportunities for the employees of both companies.

If Midwest Airlines or AirTran Airways is important to you, we urge you to ask: What would a combined AirTran Airways-Midwest Airlines mean for me?

Shareholders: Under the proposed merger, Midwest would receive a 37% premium to the 30-day average closing price and an 89% premium to the six-months average closing price for Midwest's common stock, prior to October 20, 2006, the date the offer was made. In addition, because the proposal would include both cash and stock, Midwest and AirTran shareholders would retain ownership in a stronger, more competitive airline.

Employees: The employees of both companies would benefit from being part of the combined airline. As such, they would be part of an airline with greater job growth and advancement opportunities. And, as we increase our traffic in Milwaukee, Atlanta, and all of the cities we serve, overall employment will increase.

Passengers: Passengers can expect expanded service that will offer 173 unique nonstop routes on a modern fleet of comfortably configured aircraft. And they would enjoy the same high-quality service they presently have on Midwest and AirTran Airways. Over time passengers will enjoy more nonstop low fares to more destinations.

Community: Just as Atlanta and Orlando residents know that AirTran Airways is a valuable corporate citizen, AirTran Airways respects the pride and admiration that Wisconsin residents have for Midwest Airlines. We value that kind of relationship and believe that we can significantly improve the scope and frequency of air service to your area far beyond what Midwest can offer independently.

These are just a few of the benefits we see from combining Midwest Airlines and AirTran Airways. Now we suggest you ask another question:

**WHY WON'T THE MIDWEST BOARD EXPLORE THE MERITS
OF OUR PROPOSAL WITH THEIR STAKEHOLDERS?**



For more information, go to www.airtran.com/midwest.

**AirTran**