

HAUENSTEIN GLEN W
Form 4
February 06, 2012

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
HAUENSTEIN GLEN W

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

3. Date of Earliest Transaction (Month/Day/Year)
02/02/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP-Mktg,Ntwk Plng & Rev Mgmt

(Street)

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 or Disposed of (A) or (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)
				(A) or (D)	Price		
Common Stock	02/02/2012		A	78,828 (1)	A (1) 250,978	D	
Common Stock	02/02/2012		F	33,462 (2)	D \$ 11.1 217,516	D	
Common Stock	02/02/2012		A	96,850 (3)	A (3) 314,366	D	
Common Stock	02/02/2012		A	90,100 (4)	A (4) 404,466	D	
Common Stock	02/03/2012		S	46,636	D \$ 11.39 357,830	D	

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with respect to 50 percent of the shares on each of February 1, 2013 and February 1, 2014. Until the restrictions lapse, Mr. Hauenstein may not sell or transfer the shares, which will be subject to forfeiture in certain circumstances.

- (4) The shares represent a restricted stock award to Mr. Hauenstein, as approved by the Committee on February 2, 2012. Subject to the terms of the award, including Mr. Hauenstein's continued employment with Delta, the restrictions will lapse with respect to 50 percent of the shares on each of February 1, 2014 and February 1, 2015. Until the restrictions lapse, Mr. Hauenstein may not sell or transfer the shares, which will be subject to forfeiture in certain circumstances.

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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