

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

March 24, 2022
(Date of earliest event reported)

ALASKA AIR GROUP, INC.
(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction of Incorporation)

1-8957
(Commission File Number)

91-1292054
(IRS Employer Identification No.)

19300 International Boulevard
(Address of Principal Executive Offices)

Seattle

Washington

98188
(Zip Code)

(206) 392-5040
(Registrant's Telephone Number, Including Area Code)
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Ticker Symbol	Name of each exchange on which registered
Common stock, \$0.01 par value	ALK	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR 230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR 240.12b-2).

☐ Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

This document is also available on our website at <http://investor.alaskaair.com>.

ITEM 2.06 Material Impairment

Alaska Air Group, Inc. (the Company) management has authorized a plan to retire its Q400 fleet prior to the end of their recorded useful lives. As a result of this decision, the Company evaluated the fleet for impairment and concluded that the carrying value was no longer recoverable. As of December 31, 2021 the net book value of the fleet and related assets was approximately \$115 million. Management is currently evaluating the magnitude of the expected impairment.

ITEM 7.01. Regulation FD Disclosure

On March 24, 2022, the Company hosted its Investor Relations Day in New York and live via webcast today. Materials used in conjunction with the presentation are furnished as Exhibit 99.1 to this Form 8-K.

In accordance with General Instruction B.2 of Form 8-K, the information under this item shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing. This report will not be deemed an admission as to the materiality of any information required to be disclosed solely to satisfy the requirements of regulation FD.

ITEM 9.01. Financial Statements and Exhibits

Exhibit 99.1	Investor Day Presentation
104	Cover Page Interactive Data File - embedded within the Inline XBRL Document

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

ALASKA AIR GROUP, INC.
Registrant

Date: March 24, 2022

/s/ CHRISTOPHER M. BERRY
Christopher M. Berry
Vice President Finance and Controller

ALASKA AIR GROUP INVESTOR DAY



2022 Investor Day Agenda

11:30am – 1:30pm

Ben Minicucci, Chief Executive Officer

Andrew Harrison, Chief Commercial Officer

Nat Pieper, SVP, Fleet, Finance & Alliances

Sangita Woerner, SVP Marketing & Guest Experience

Dean Athanasia, Bank of America

Shane Tackett, Chief Financial Officer

1:30pm – 1:40pm

Break

1:40pm – 2:30pm

Question & Answer Session

Safe Harbor

This presentation may contain forward-looking statements subject to the safe harbor protection provided by Section 27A of the Securities Act of 1933, Section 21E of the Securities Exchange Act of 1934, and the Private Securities Litigation Reform Act of 1995. These statements relate to future events and involve known and unknown risks and uncertainties that may cause actual outcomes to be materially different from those indicated by our forward-looking statements, assumptions or beliefs. For a comprehensive discussion of potential risk factors, see Item 1A of the Company's Annual Report on Form 10-K for the year ended December 31, 2021. Some of these risks include competition, labor costs, relations and availability, general economic conditions including those associated with pandemic recovery, increases in operating costs including fuel, inability to meet cost reduction, ESG and other strategic goals, seasonal fluctuations in demand and financial results, supply chain risks, events that negatively impact aviation safety and security, and changes in laws and regulations that impact our business. All of the forward-looking statements are qualified in their entirety by reference to the risk factors discussed in our most recent Form 10-K and in our subsequent SEC filings. We operate in a continually changing business environment, and new risk factors emerge from time to time. Management cannot predict such new risk factors, nor can it assess the impact, if any, of such new risk factors on our business or events described in any forward-looking statements. We expressly disclaim any obligation to publicly update or revise any forward-looking statements made today to conform them to actual results. Over time, our actual results, performance or achievements may differ from the anticipated results, performance or achievements that are expressed or implied by our forward-looking statements, assumptions or beliefs and such differences might be significant and materially adverse.

BEN MINICUCCI

CHIEF EXECUTIVE OFFICER

Alaska®



WHAT WE BELIEVE



**OWN
SAFETY**



**DO THE
RIGHT THING**



**BE
KINDHEARTED**



**BE
REMARKABLE**



**DELIVER
PERFORMANCE**

CREATING VALUE FOR OUR STAKEHOLDERS



Profitable growth
creates value for
all our stakeholders.

OUR COMMITMENT TO SUSTAINABILITY



Environmental



Social



Governance

GLOBAL AIRLINE OF THE YEAR



Excellence, innovation
and leadership

Strong financial discipline

Consistent and
excellent safety record

Community, eco and
technology leadership

Consistent high standards
in customer service

Excellent labor relations

Our team



ANDREW HARRISON
CCO



ANDY SCHNEIDER
SVP People



BEN MINICUCCI
CEO



CHARU JAIN
SVP
Merchandising &
Innovation



**CONSTANCE VON
MUEHLEN**
COO



**DIANA BIRKETT
RAKOW**
SVP Public Affairs
& Sustainability



JOE SPRAGUE
President Horizon



KYLE LEVINE
SVP Legal &
General Counsel



NAT PIEPER
SVP Fleet, Finance
& Alliances



SANGITA WOERNER
SVP Marketing
& Guest Experience



SHANE TACKETT
CFO

20+ YEARS
INDUSTRY TENURE

OUR COMPETITIVE ADVANTAGES

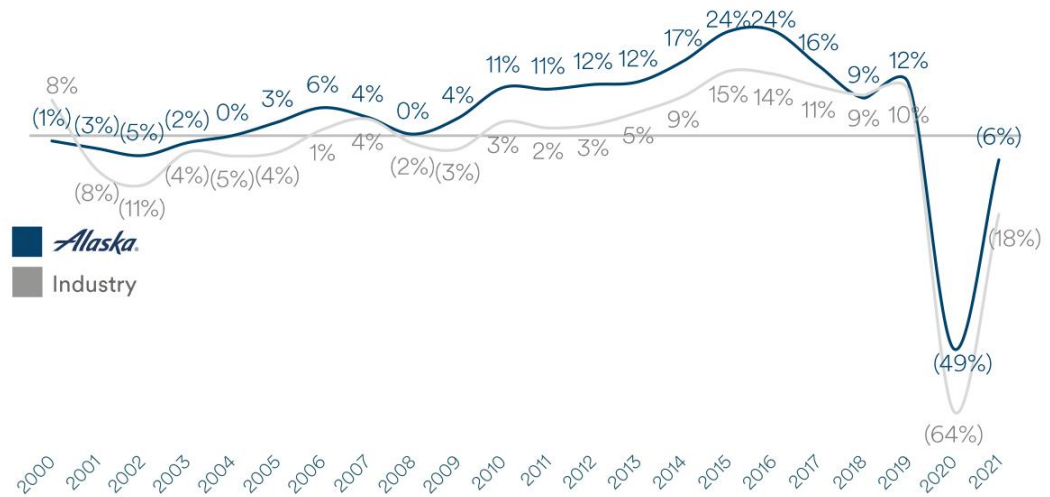
LOW COST, HIGH
PRODUCTIVITY
MINDSET

OPERATIONAL
EXCELLENCE

POWERFUL
LOYALTY
PROGRAM

REMARKABLE
SERVICE &
CULTURE OF CARE

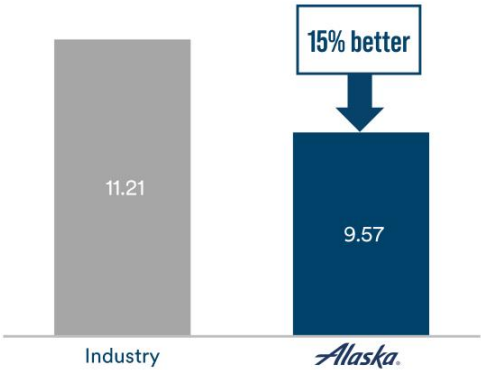
We have out-performed industry pre-tax margins for over 2 decades



Industry includes Delta, American, United, Southwest, and JetBlue; Industry adjusted pretax margins represent ASM weighted industry average, excluding Alaska for each period reported...

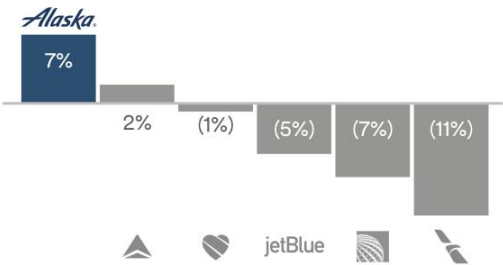
Even in the pandemic recovery period we outperformed peers

2021 Stage length adjusted
CASM ex. fuel



Industry includes: Delta, United, American, Southwest and JetBlue. Stage length adjustment factor of 1,000 miles applied. CASMex as reported by each carrier in SEC filings, including profit sharing costs. Statistical data from DOT Form 41.

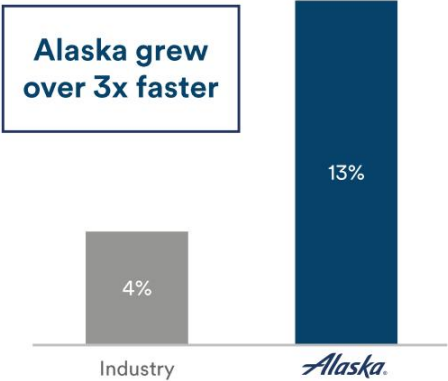
2021 2H adjusted pre-tax
margin %



Reported Q3 2021 and Q4 2021 adjusted pre-tax margin.

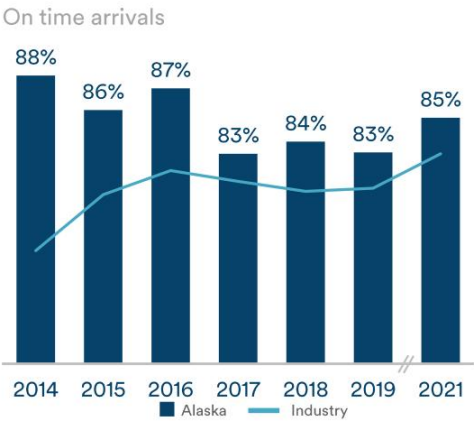
Our competitive advantages and strong financial performance have enabled us to outgrow the industry

Compound annual capacity growth rate 2014 - 2019



Industry includes Delta, United, American Southwest and JetBlue. Statistics from Form 41.

While maintaining an excellent operation



As measured by A14. Industry includes: Delta, United, American, Southwest and JetBlue.

OUR RUNWAY TO PROFITABLE GROWTH



EXPANSIVE
WEST COAST
NETWORK

EFFICIENT
FLEET

COMPELLING
PRODUCT

POWERFUL
BRAND &
UNPARALLELED
LOYALTY

RESILIENT
BUSINESS
MODEL

ANDREW HARRISON

CHIEF COMMERCIAL OFFICER

Alaska®



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LOYALTY

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BUSINESS
MODEL

Delivering \$400 million in incremental revenue

FLEET
UPGAUGE

\$70M

NETWORK &
ALLIANCES

\$135M

LOYALTY &
PRODUCT

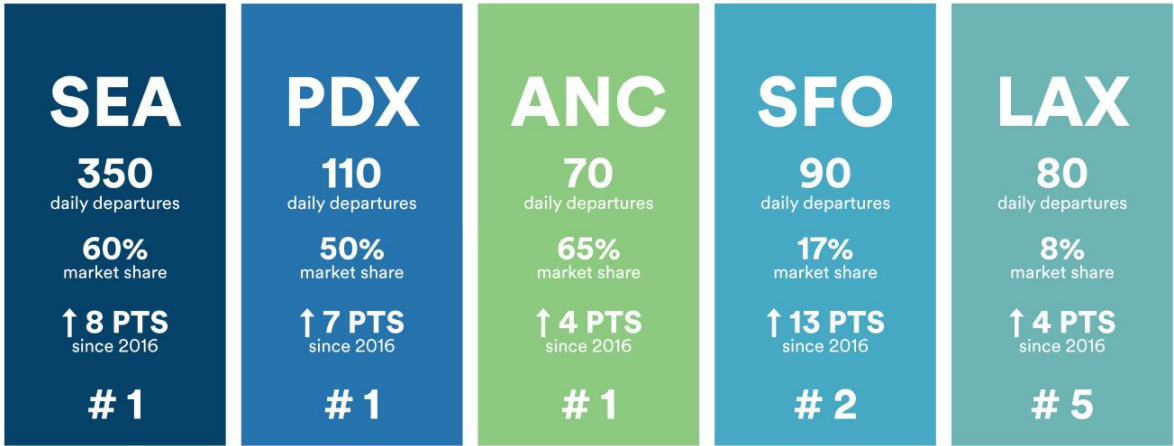
\$195M

Expansive network from West Coast



Over 80% of the US population lives within 50 miles of an airport
Alaska serves

We are a key player diversified across five hubs



Domestic scheduled seats summer 2022 and summer 2016 snapshots. AS marketed **Domestic utility ***Total Departures

We have profitable growth opportunities

Average annual ASM growth of

4%-8%

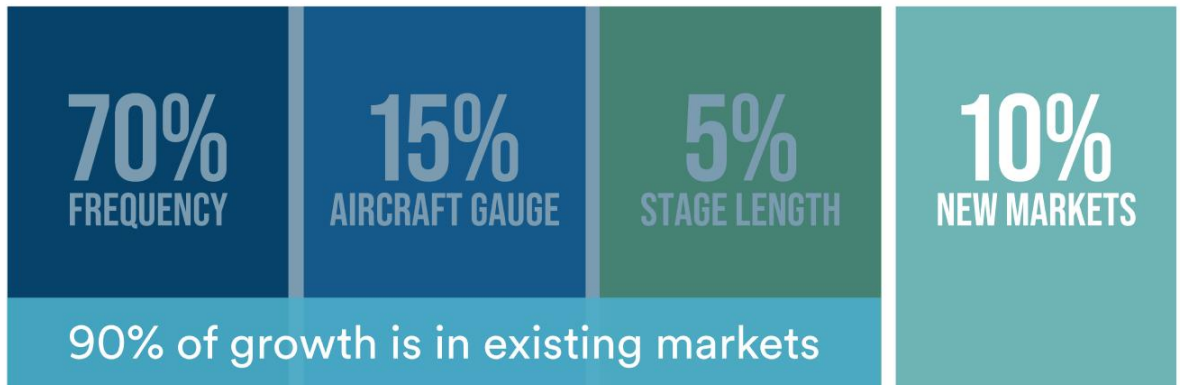
targeted through 2025



70% of growth allocated
to the Pacific Northwest

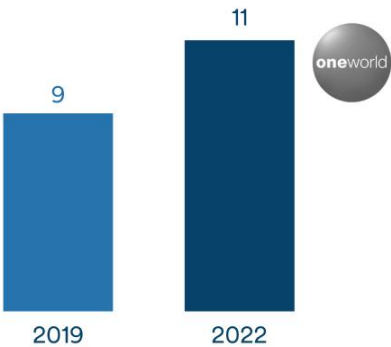
30% of growth allocated
to California

Growth through 2025 will be highly efficient



oneworld makes us more competitive in Seattle

Our guests have access to more global partners



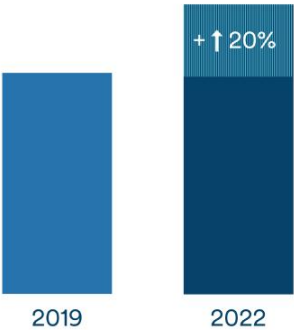
And can enjoy the benefits of Seattle's #1 global alliance



2022 Partners include: Finnair, Qatar, British Airways, Japan Airlines, American, Air Lingus, Condor, Icelandair, Korean, Singapore and a new partner being announced in April 2022.

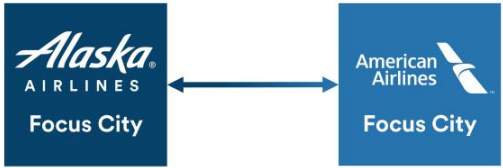
oneworld improves California profitability

Partner code in California is increasing



Partner code includes all domestic and international partners selling AS code.

And the benefits are significant



2019 to 2021	
Alaska Daily Seats	↑ 30%
Alaska Total Guests	↑ 50%
Partner Enabled Guests	90%
Pre-Tax Margin	↑ 5x

Codeshare example is October 2019 vs October 2021

We are investing in infrastructure to grow: SEA

An aerial photograph of the Seattle-Tacoma International Airport (SEA) terminal and tarmac. Several Alaska Airlines aircraft are parked at gates, with their distinctive blue and white livery visible. The terminal building is a large, modern structure with a curved roof and glass facade. The surrounding landscape is flat and open.

30%

More gates

25K

More sq. ft.

2X

Lobby throughput
by 2024

**We are investing in infrastructure
to grow: PDX**



**New
lobby**
2024

**New
flagship
lounge**
2026

We are investing in infrastructure to grow: SFO

Terminal 1
co-location
with
oneworld



Alaska

American Airlines

BRITISH AIRWAYS

CATHAY PACIFIC

FINNAIR

IBERIA

JAPAN AIRLINES

malaysia

QANTAS

QATAR

ROYAL JORDANIAN

SriLankan Airlines

We are investing in infrastructure to grow: LAX



20%

More gates by
2024

15K

More sq. ft. by
2024

NAT PIEPER

SVP, FLEET, FINANCE & ALLIANCES

Alaska®



OUR RUNWAY TO PROFITABLE GROWTH



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LOYALTY

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BUSINESS
MODEL

Single fleet strengthens our competitive advantages

Low Costs, High Productivity		Operational Excellence		Strong Partnerships
 Reduced pilot & maintenance cross training	 Single maintenance program	 Optimal network efficiency	 Seamless equipment swaps	 Boeing, CFM, Embraer
\$75 million annual cost savings				

Mainline to single fleet by 2023

Boeing



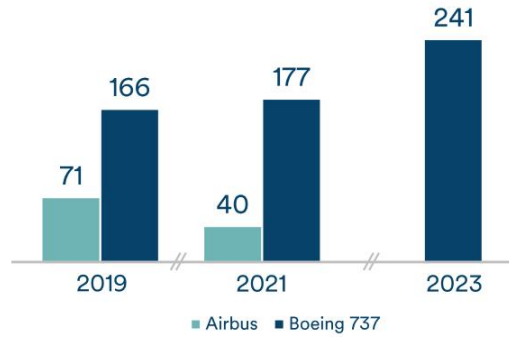
Airbus



Boeing

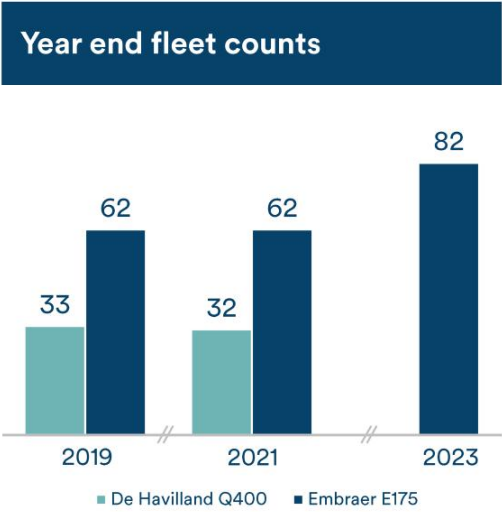


Year end fleet counts



Fleet counts reflect aircraft on firm order.

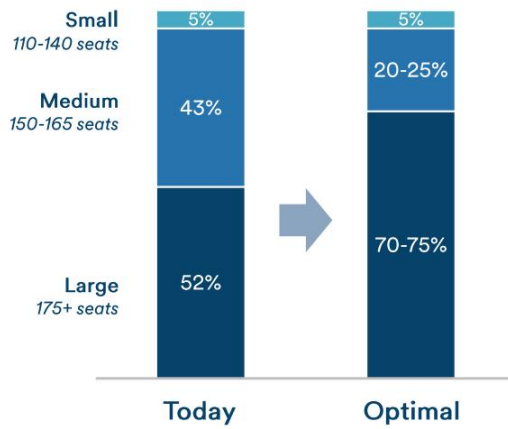
Our regional operation will also move to a single fleet



Fleet counts reflect aircraft on firm order, including one additional unit delivering to our third party CPA operator in 2023.

Fleet upgauge enhances profit and environmental efficiency




Mainline fleet composition



Upgauge benefits

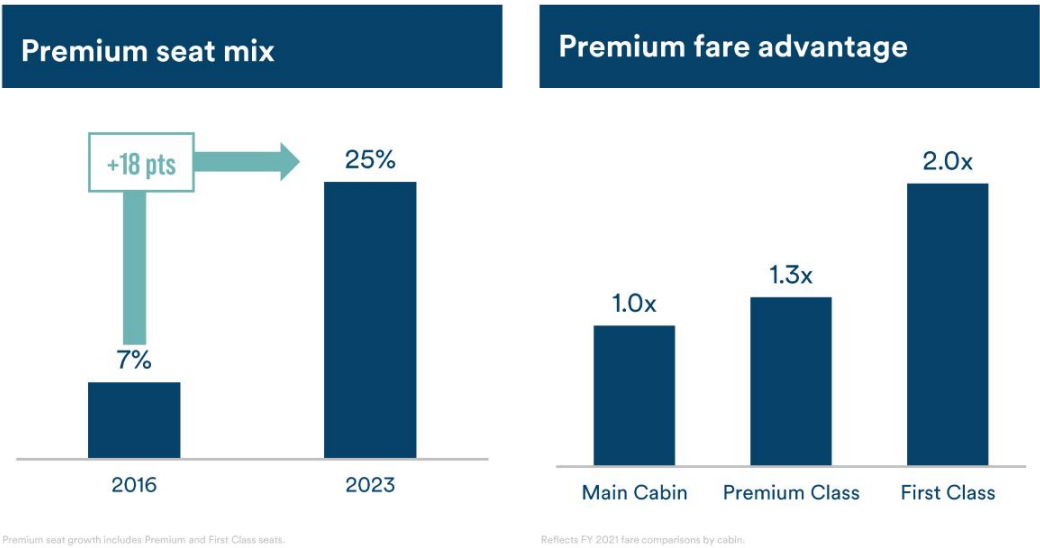
1. Greater revenue opportunity
2. More premium revenue
3. Lower cost per seat
4. Better environmental profile

737 MAX order book accelerates upgauge

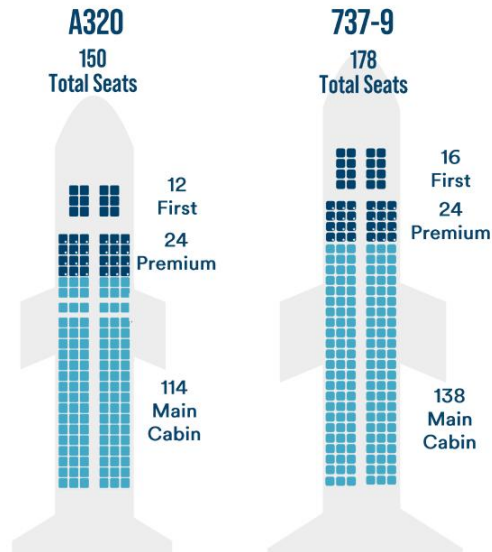
Type	Target Mix	Seats	Role in Alaska's Fleet
737-10	60 	189	Largest, most efficient aircraft in fleet
737-9	70 	178	Ideal for long-haul, high-demand routes
737-8	15 	162	Best for high-performance and medium-sized markets

Target mix counts include all firm and option aircraft of existing order book.

Greater premium revenue opportunity



Upgauge strategy is already delivering benefits



Upgauge benefits

- 1. Greater revenue opportunity**
19% more seats
- 2. More premium revenue**
33% more First Class seats
- 3. Lower cost per seat**
14% reduction
- 4. Better environmental profile**
25% lower fuel burn and carbon emissions per seat

Fleet Evolution 2019-2026

Year end fleet counts



Mainline counts assume 10 A321neos retired by year end 2023 and include 52 737 options not yet contracted as firm for delivery in 2024-2026.

Evolution 2019-2026

- Mainline and regional single fleet by 2023
- Gauge: +1% annually
- Premium seats: +62%
- Fleet age flat: 8.0 years in 2019, 8.4 in 2026
- Newest-technology aircraft: 41% of fleet, +38 points

Newest-technology aircraft include Boeing MAX and Airbus A321neos.

SANGITA WOERNER

SVP MARKETING & GUEST EXPERIENCE

Alaska®



OUR RUNWAY TO PROFITABLE GROWTH



EXPANSIVE
WEST COAST
NETWORK

EFFICIENT
FLEET

COMPELLING
PRODUCT

POWERFUL
BRAND &
UNPARALLELED
LOYALTY

RESILIENT
BUSINESS
MODEL

Appealing to a broader range of guests



**WE OFFER FANTASTIC VALUE:
HIGH QUALITY PRODUCT
AT A COMPETITIVE FARE**

Alaska[®]



Industry leading pitch



 *Alaska*

 American Airlines

 DELTA

 UNITED

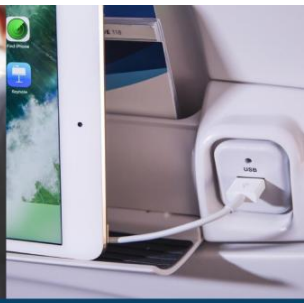
 Southwest

First Class	40"	37"	37"	37"	N/A
Premium	35"	33"	34"	34"	N/A





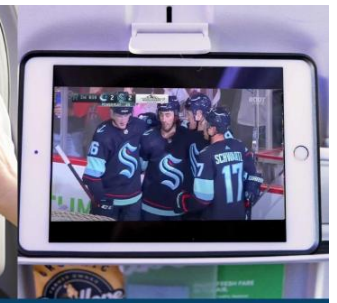
Lounge



Seat power



Free movies & texting



Streaming WiFi



Fresh food



Boxed water



Local brews



Assigned seating

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Alaska has incredible brand love



* Sample size = 998-1,111
* Results are based on daily surveys conducted between January 1, 2021 to December 31, 2021.
* Question Asked - Do you have a favorable or unfavorable impression of the following? Total Favorable = Top 2 box (Very Favorable+Somewhat Favorable).

Our care **in action**

HERE FOR YOU...

JOY 

EMP  THY

EASE 



... AND YOUR WALLET.

VALUE IN FARES

VALUE IN QUALITY

VALUE IN REWARDS

Investing in our people

Alaska.
CARE *Retreat*

12,000
EMPLOYEES

1,025
LEADERS

74
SESSIONS

Shouting CARE from the rooftops



UNPARALLELED LOYALTY



Most generous program in the industry



Earn at least **30%** more miles

Nearly **triple** the value
of cash back cards

Alaska Airlines

SFO TO BOS | ROUND TRIP

5,394

MILES EARNED

54%

MORE

Other Airlines

SAME TRIP, SAME FARE

3,492

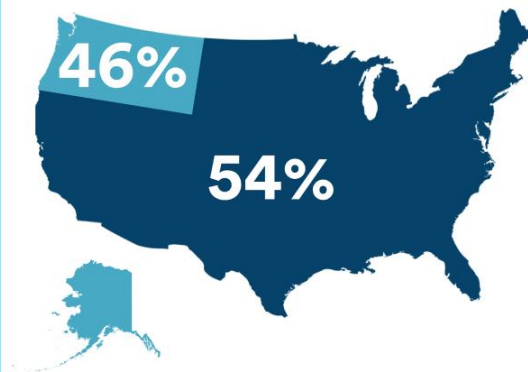
MILES EARNED

	Alaska Airlines Visa® Card	1.5% cash back card
Average expected value of rewards*	\$100	\$150
Annual Companion Fare**	\$221	—
2 Free checked bags***	\$120	—
Total annual value	\$441	\$150

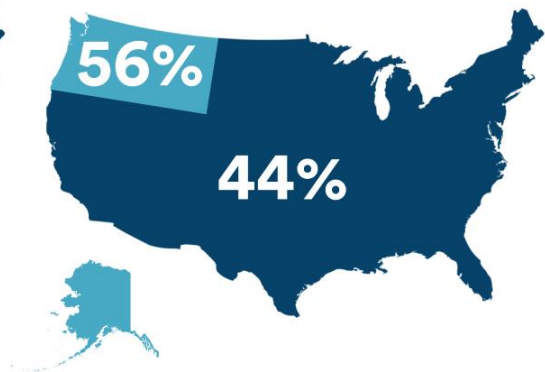
*Redeemed from everyday credit card purchases of \$10k annually. **Savings based on Alaska's average roundtrip fare in 2019. ***Value for 2 guests taking 1 roundtrip

Our member mix is more geographically diverse than ever

Concentration of Mileage Plan members



Concentration of credit card holders



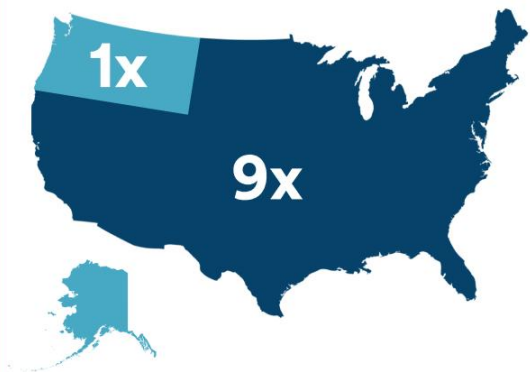
 Pacific Northwest

 Other geographies

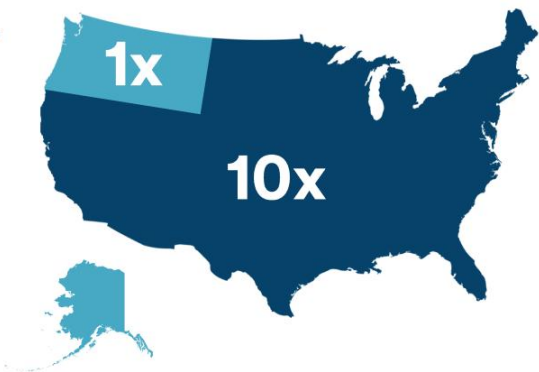
Pacific Northwest includes WA, OR, ID, and AK

And our program is growing rapidly across our network

Mileage Plan member growth vs
ASMs since 2016



Credit card holder growth vs
ASMs since 2016



Pacific Northwest

Other geographies

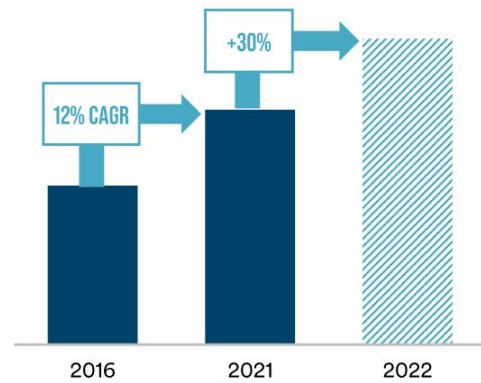
Pacific Northwest includes WA, OR, ID, and AK.
Growth rates determined using mileage plan member and card holder growth calculated from November 2016 through February 2022, and capacity growth from Q2 2016 to Q2 2022.

We have renewed and enhanced our Bank of America co-brand agreement

Renewed agreement highlights

- Renewal extends through 2030
- Expands guest benefits
- Accelerates growth plans across the West Coast
- Significant increase in marketing and technology development funds to grow the program

Total remuneration under the renewed agreement is strong



DEAN ATHANASIA
BANK OF AMERICA
PRESIDENT REGIONAL BANKING

BANK OF AMERICA 



SHANE TACKETT

CHIEF FINANCIAL OFFICER



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LOYALTY

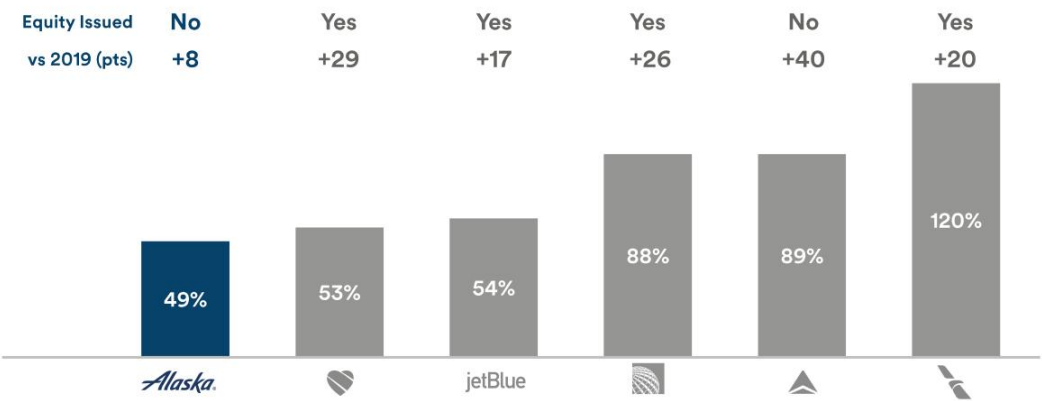
RESILIENT
BUSINESS
MODEL

The investment case for ALK is strong

1. Durable competitive advantages
 2. Tenured and capable leadership team
 3. Financial position amongst best in industry
 4. Competitive position improved versus pre-pandemic
 5. Track record of outperformance
 6. Clear strategic roadmap that will deliver value
-

Our balance sheet is among the strongest in the industry,
and we did not dilute shareholders

Peer group debt to capitalization % as of December 31, 2021



Debt to capitalization as reported by each company per SEC filings.

Our network positioning is improved versus 2019

We have reshaped our network

- Connecting strength markets and alliance hubs
- Growth in areas of strength
- Constrained airports served well by new upgauged fleet
- Favorable competitive backdrop

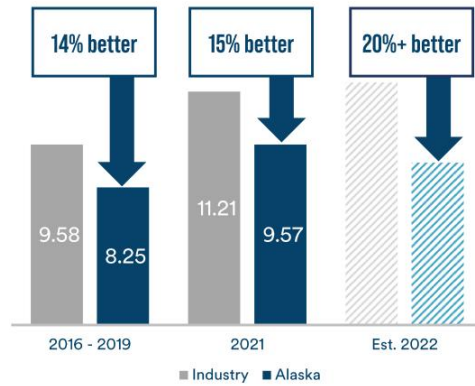
Change in domestic ASMs Q2 2019 to Q2 2022

	West Coast	AS Overlap
<i>Alaska</i>	(3%)	-
Peer 1	+3%	+13%
Peer 2	(23%)	(28%)
Peer 3	(6%)	+6%
Peer 4	(9%)	(6%)
Peer 5	(12%)	(9%)
Ind'y ex Alaska	(10%)	(8%)
Alaska vs Industry	+ 7 points	+ 8 points

Footnote

Our cost position is improving versus our competitors

CASMex fuel comparison, adjusted for stage length



Cost drivers through 2025

- ↑ New labor deals
- ↑ Inflation
- ↑ Airport costs
- ↓ Structural cost initiatives
- ↓ Single fleet efficiencies
- ↓ Upgauging benefit

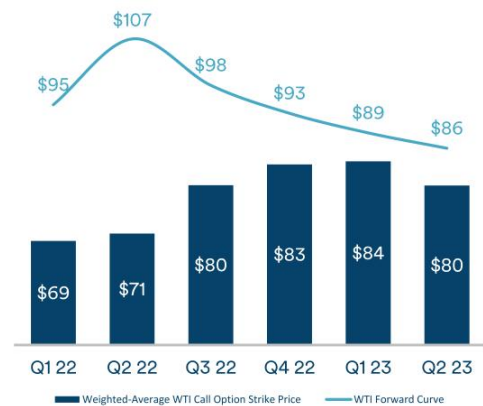
Industry includes: Delta, United, American, Southwest and JetBlue. Stage length adjustment factor of 1,000 miles applied. CASMex as reported by each carrier in SEC filings, including. Statistical data from DOT Form 41, 2022 estimate source FactSet consensus for industry as of 3/18/2022 and for Alaska reflects guidance issued 3/24/2022.

Our hedge program provides protection in 2022 from dramatic price increases

Our 2022 fuel hedges provide ~\$200M benefit

- Hedge Levels: 50% of expected consumption
- Product: WTI crude oil
- Instrument: 20% out of the money call options
- Layering: 10% strips starting 18 months in advance, achieving 50% target 6 months in advance

Our simple, formulaic and transparent program



Source: Bloomberg WTI forward curve as of March 21, 2022.

Our commercial roadmap is expected to help close RASM gap to industry

Stage length adjusted yield versus industry



Industry: Delta, United, American, Southwest, JetBlue; values shown are Industry ex Alaska
Source: Form 41, Total System, Stage Length adjusted to 1000 miles

Opportunities to close gap versus industry

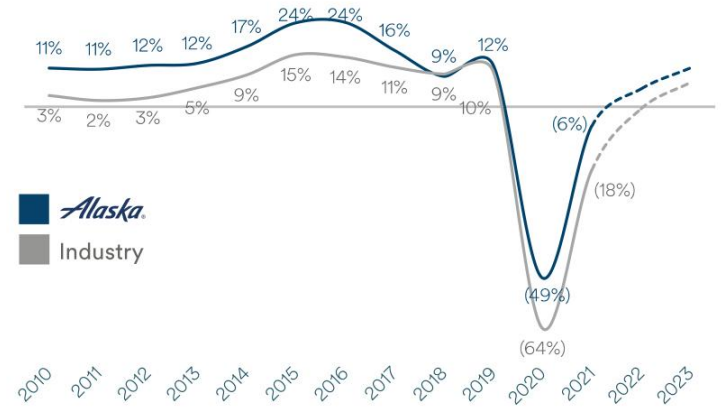
FLEET UPGRADE
\$70M

NETWORK & ALLIANCES
\$135M

LOYALTY & PRODUCT
\$195M

Our cost and revenue initiatives will lead to continued industry margin outperformance

Historical pre-tax margins



Year	ALK Rank
2010	#1
2011	#1
2012	#1
2013	#1
2014	#1
2015	#1
2016	#1
2017	#1
2018	#3
2019	#3
2020	#1
2021	#1

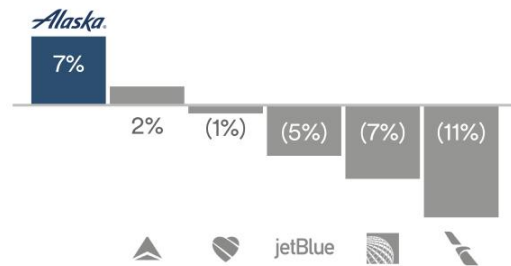
Industry includes Delta, American, United, Southwest, and JetBlue; Industry adjusted pretax margins represent ASM weighted industry average, excluding Alaska for each period reported. 2022E and 2023 pretax margins source FactSet Consensus as of 3/18/2022 for Industry and Alaska.

The pandemic forced an industry reset and Alaska is leading the recovery

Alaska led the industry in recovery

- 1st to zero cash burn
- 1st to positive operating cash flows excluding PSP funds
- 1st to profitability
- 1st to return to pre-COVID leverage levels without issuing equity

And delivered the #1 pre-tax margin for 2H 2021



Reported Q3 2021 and Q4 2021 adjusted pre-tax margin.

2022 GUIDANCE AND LONG TERM TARGETS



We will be profitable in March and demand for future travel has been strong

Q1 2022 guidance update

Versus 2019	Previous Expectation	Current Expectation
Capacity	Down 10% to 13%	Down 11% to 12%
Total revenue	Down 14% to 17%	Down 11% to 12%
CASMex	Up 15% to 18%	Up 18% to 19%
Economic fuel PPG	\$2.60 to \$2.65	~\$2.62

Q2 and beyond

- Dramatic improvement in demand from January lows
- Demand is above 2019 levels
- Yields are above 2019 levels
- Corporate bookings at 60% of 2019 levels
- Pre-tax profitability expected in March and for the remainder of the year

Previous guidance provided in Form 8-K on January 27, 2022 and updated on March 8, 2022.

2022 guidance & capital expenditures outlook

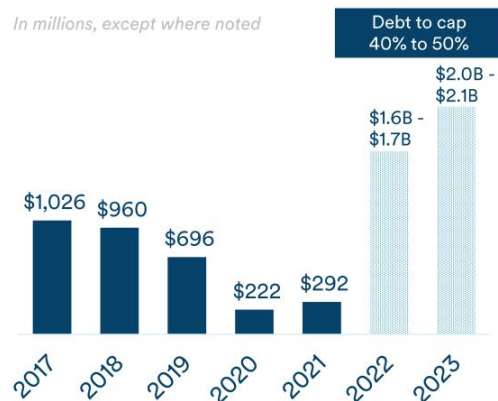
FY 2022 guidance

Versus 2019	Previous Expectation	Current Expectation
Capacity	Up 2% to 6%	Up 1% to 3%
CASMex	Up 1% to 3%	Up 3% to 5%
Adjusted pre-tax margin %	-	6% to 9%
Capital expenditures	\$1.6 to \$1.7 billion	\$1.6 to \$1.7 billion

Previous guidance provided on January 27, 2022 earnings call.
 Note: pre-tax margin expectation assumes an economic fuel price of \$2.60 per gallon, which is subject to change.

Capital expenditures

In millions, except where noted



Long term we are committed to outperforming industry margins and re-implementing shareholder returns

ROIC

At least 200+ bps
above cost of capital
and higher than
industry

PRE-TAX MARGIN

11% - 13% and above
industry peers

LEVERAGE

40% - 50% adjusted
debt to capitalization
<1.5x net debt to
EBTIDAR

LIQUIDITY

15% to 25%
of revenues

PENSIONS FUNDED

>80% on a PBO basis

FREE CASH FLOW

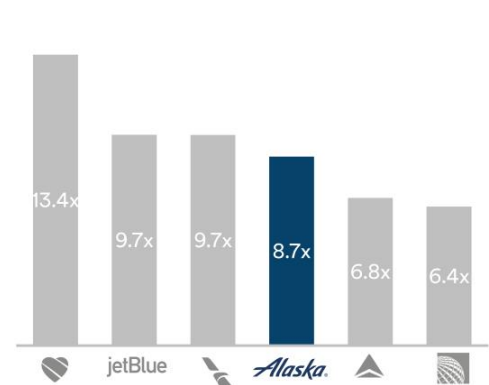
Restore to conversion
rate of 25% – 75% of
net income

SHAREHOLDER RETURNS

Long term, return 50%
to 100% of free cash
flow

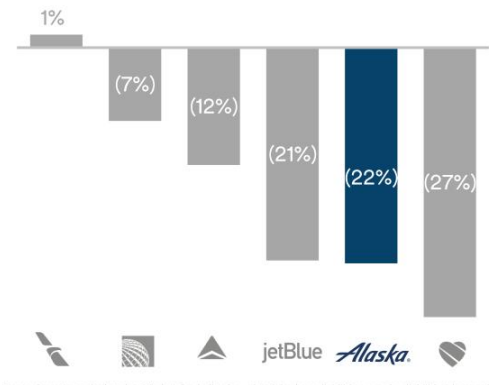
Our market valuation still does not reflect our fundamentals and performance

Forward price to earnings ratio



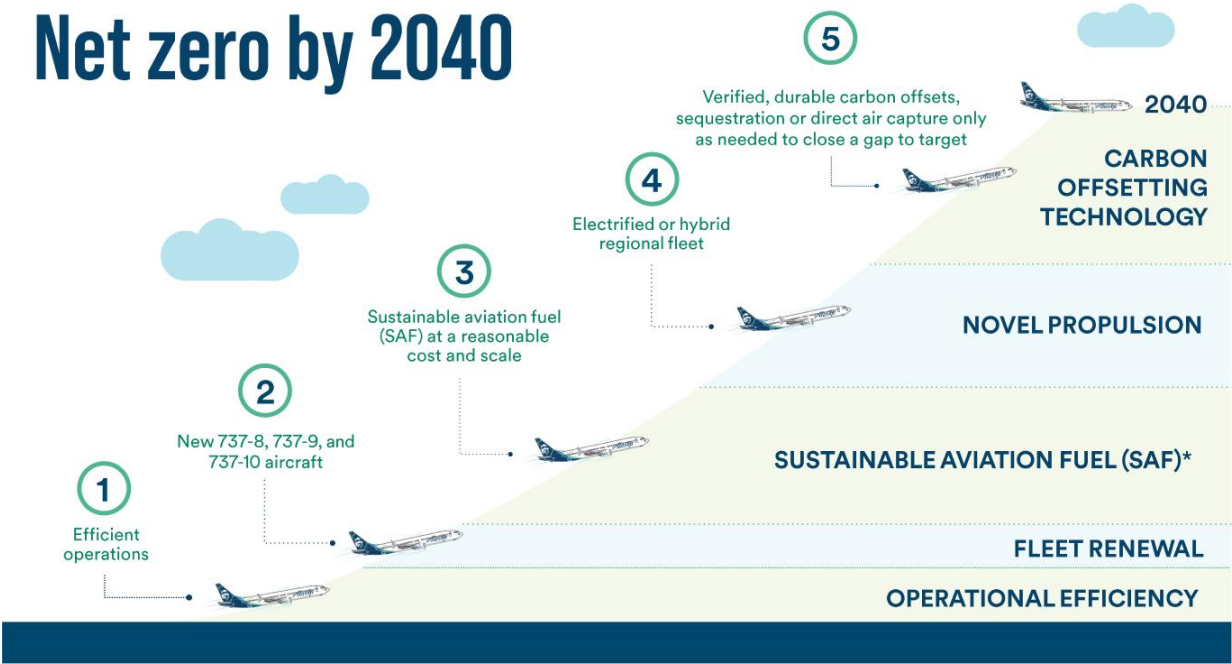
Forward Price to earnings ratio based on Factset consensus EPS for FY 2023 by carrier, and stock price as of March 17, 2022.

Change in enterprise value



Enterprise value calculated as Market Capitalization, plus debt, lease liabilities, pension liabilities, less cash. Change calculated from Jan 2020 to December 2021 with market capitalization updated through March 17, 2022.

Net zero by 2040



EXPANSIVE WEST COAST NETWORK	EFFICIENT FLEET	COMPELLING PRODUCT	POWERFUL BRAND & UNPARALLELED LOYALTY	RESILIENT BUSINESS MODEL
<ul style="list-style-type: none"> • \$400 million in commercial initiatives • Significant frequency growth in core markets • Improved competitive backdrop • Infrastructure investments to support growth 	<ul style="list-style-type: none"> • Single fleet for mainline and regional • Leveraging upgauge for growth • Premium seats growing to 25% of seat mix • Strong foundational partnerships 	<ul style="list-style-type: none"> • Industry leading pitch • Investing in products for a broad range of guests • Most generous value proposition 	<ul style="list-style-type: none"> • Investing in our people & culture of CARE • Powerful new co-brand renewal with Bank of America • Rapidly growing and diversified loyalty program 	<ul style="list-style-type: none"> • Cost position improving vs. competitors • Initiatives in place to sustain track record of outperformance • Fortress balance sheet untarnished by pandemic

