

DELTA AIR LINES INC /DE/

Form 425

January 31, 2007

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): January 31, 2007

US AIRWAYS GROUP, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State of jurisdiction)

1-8444
(Commission File No.)

54-1194634
(IRS Employer
Identification No.)

111 West Rio Salado Parkway
Tempe, Arizona 85281

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (480) 693-0800

US AIRWAYS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State of jurisdiction)

1-8442
(Commission File No.)

53-0218143
(IRS Employer
Identification No.)

111 West Rio Salado Parkway
Tempe, Arizona 85281

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (480) 693-0800

AMERICA WEST AIRLINES, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State of jurisdiction)

0-12337
(Commission File No.)

86-0418245
(IRS Employer
Identification No.)

4000 E. Sky Harbor Boulevard
Phoenix, Arizona 85034-3899

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (480) 693-0800

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))

Item 8.01. Other Events.

On January 31 2007, US Airways Group, Inc. (US Airways Group) issued a press release withdrawing its offer to merge with Delta Air Lines, Inc. A copy of the press release is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number Description

99.1 Press Release, dated January 31, 2007

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, US Airways Group, Inc. has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

US Airways Group, Inc.

Dated: January 31, 2007

By: /s/ Derek J. Kerr

Derek J. Kerr

Senior Vice President and Chief
Financial Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, US Airways, Inc. has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

US Airways, Inc.

Dated: January 31, 2007

By: /s/ Derek J. Kerr

Derek J. Kerr

Senior Vice President and Chief
Financial Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, America West Airlines, Inc. has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

America West Airlines, Inc.

Dated: January 31, 2007

By: /s/ Derek J. Kerr

Derek J. Kerr

Senior Vice President and Chief
Financial Officer

EXHIBIT INDEX

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