

LEGAL PROXY

KNOW ALL PERSONS BY THESE PRESENTS, that we,
CITIGROUP GLOBAL MARKETS
the undersigned holder of **191** securities of
ALASKA AIR GROUP, INC.
do hereby revoke any proxy heretofore given by us for said securities;

Futher know, that we hereby appoint and constitute

024 000
STEPHEN NIEMAN
15204 NE 181ST LOOP
BRUSH PRAIRIE WA 98606

or either or any of them, as our true and lawful attorney to vote as our proxy, for said securities only, in our stead at the **ANNUAL** meeting of security holders of 'company', or at any adjournment thereof, on any matter which may properly and legally come before such meeting, including, but not limited to, the election of directors, if any;

And finally know, that we appoint the above named to act in the same capacity and as fully as we could act if we were personally present at such meeting.

CUSIP: **011659109**
MEETING DATE: **05/16/06**

DATED: **04/28/06**

SIGNED:



Richard J. Daly
Attorney-in-Fact

This legal proxy gives you the authority to vote your shares at the meeting but does not guarantee admittance to the meeting. Please check the meeting materials to determine if an admittance ticket or other documentation is required, and follow the instructions to obtain such documentation.