

Republic Airways Holdings Inc.

Republic Airways Holdings Inc., 8909 Purdue Road, Suite 300, Indianapolis, 46268 (www.republicairways.com), provides more than 1,500 flights daily. In the nine months ended Sept. 30, the company lost \$28.3 million, or 59 cents per share, on \$2.1 billion in revenue. In the same period a year earlier, the company lost \$12.6 million, or 37 cents per share, on revenue of \$1.9 billion. The company's shares trade on the NASDAQ under the ticker symbol RJET. Information for Proxy Corner was taken from Yahoo Finance and from the company's proxy statement dated April 29, 2011.

VALUE	11/9/11	11/9/10
Number of common shares outstanding	48.3 million	34.4 million
Market value of one common share	\$4.02	\$7.80
Market value of common stock	\$194.2 million	\$268.3 million

NOTEWORTHY CONTROL

FMR LLC

Number of shares: 4,335,200
Percentage of shares: 8.9

Donald Smith & Co.

Number of shares: 3,815,573
Percentage of shares: 7.8

Greenlight Capital Inc.

Number shares: 3,412,800
Percentage of shares: 7.0

Dimensional Fund Advisors

Number of shares: 3,387,396
Percentage of shares: 7.0

Rivermede Ltd.

Number of shares: 2,800,000
Percentage of shares: 5.8

BlackRock Inc.

Number of shares: 2,589,157
Percentage of shares: 5.3

TPG Funds

Number of shares: 2,500,000
Percentage of shares: 5.1

EXECUTIVE COMPENSATION

	Total '11 compensation	Salary Bonus	Stock and option grants (1)	All other pay (2)	% change (3)
Bryan Bedford chairman, CEO	\$1,234,021	\$450,000 \$0	\$774,329	\$9,692	-8.9
Robert Cooper (4) chief financial officer	\$1,000,008	\$225,000 \$225,000	\$541,700	\$8,308	-16.7
Wayne Heller chief operating officer	\$1,037,471	\$236,540 \$250,000	\$541,700	\$9,231	-13.7

(1) Grant date fair value of stock and options awards, as calculated in company's proxy statement in its grant of plan-based awards table.

(2) Includes non-equity incentive plan compensation, above-market or preferential earnings on deferred compensation and all other annual compensation.

(3) Percentage increase or decrease in executive's total compensation vs. previous year.

(4) Retired in April 2011.

DIRECTORS

Bryan Bedford, 49

Occupation: chairman and CEO of company
Number of common shares: 1,451,132
Previous year: 1,200,466

Lawrence Cohen, 55

Occupation: owner of Pembroke Cos.
Number of common shares: 23,750
Previous year: 22,500

Douglas Lambert, 55

Occupation: managing director in the North American Restructuring Practice Group of Alvarez & Marsal Inc.
Number of common shares: 23,750
Previous year: 22,500

Mark Plaumann, 55

Occupation: managing member of Greyhawke Capital Advisors LLC,
Number of common shares: 23,750
Previous year: 22,500

Richard Schifter, 58

Occupation: partner of TPG Capital
Number of common shares: 9,583
Previous year: 4,167

Neal Cohen, 50

Occupation: president and chief operating officer of Laureate Education Inc.
Number of common shares: 9,167
Previous year: 3,333

David Siegel, 49

Occupation: former executive chairman of XOJET
Number of common shares: 9,167
Previous year: 3,333