

Prospectus Supplement

The Prospectus dated August 13, 1996, relating to the offer for resale of up to \$200,650,000 aggregate principal amount of the Continental Airlines, Inc. 6-3/4% Convertible Subordinated Notes due April 15, 2006 is hereby supplemented as follows:

- 1) The Principal Amount of Registered Notes held by "HBK Securities Ltd." is increased as of December 27, 1996 to \$6,335,000.

The date of this Prospectus Supplement is December 27, 1996.