SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
|--|
| Section 16. Form 4 or Form 5 |
| obligations may continue. See |
| Instruction 1(b). |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287

| Estimated average burden | | |
|--------------------------|--|-----|
| hours per response: | | 0.5 |

| 1. Name and Address of Reporting Person [*] Jojo Linda P | | | 2. Issuer Name and Ticker or Trading Symbol <u>United Continental Holdings, Inc.</u> [UAL] | | tionship of Reporting Pers all applicable) Director | 10% Owner |
|--|---------|---------------------|--|-------------------|---|--|
| (Last) P. O. BOX 661 | | | 3. Date of Earliest Transaction (Month/Day/Year) 02/27/2019 | X | Officer (give title below) EVP, Tech & Chief | Other (specify below) Digital Ofcr |
| (Street) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | idual or Joint/Group Filing | (Check Applicable |
| CHICAGO | IL | 60666 | | X | Form filed by One Repo | orting Person |
| | | | | | Form filed by More than Person | One Reporting |
| (City) | (State) | (Zip) | | | FEISOII | |
| | | Table I - Non-Deriv | vative Securities Acquired, Disposed of, or Benef | icially | Owned | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 7. Nature of Indirect Beneficial Ownership |
|---------------------------------|--|---|------|---|---|---------------|-------|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | (Instr. 4) |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | (| | | | | | | | | | | | | | |
|---|---|--|---|------------------------------|---|--------|-----|--|--------------------|---|--|---|--|--|--|
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transa Code (8) | | of | | 6. Date Exerc Expiration Da (Month/Day/Y | ate | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Restricted Stock Units | (1) | 02/27/2019 | | A | | 12,986 | | (2) | (2) | Common Stock | 12,986 | \$0.00 | 12,986 | D | |

Explanation of Responses:

1. Each restricted stock unit ("RSU") represents the economic equivalent of one share of UAL common stock and shall be settled in shares of UAL common stock upon vesting.

2. The RSUs vest in three installments of 4,328 RSUs on February 28, 2020, 4,329 RSUs on February 28, 2021 and 4,329 RSUs on February 28, 2022.

Remarks:

/s/ Sarah Hagy for Linda P. Jojo 03/01/2019

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.