

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): **September 2, 2008**

**CONTINENTAL AIRLINES, INC.**

(Exact Name of Registrant as Specified in Its Charter)

**DELAWARE**

(State or Other Jurisdiction of Incorporation)

**1-10323**

(Commission File Number)

**74-2099724**

(IRS Employer Identification No.)

**1600 Smith Street, Dept. HQSEO, Houston, Texas**

(Address of Principal Executive Offices)

**77002**

(Zip Code)

**(713) 324-2950**

(Registrant's Telephone Number, Including Area Code)

\_\_\_\_\_  
(Former Name or Former Address, if Changed Since Last Report)

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):

<input type="checkbox"/>	Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
<input type="checkbox"/>	Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
<input type="checkbox"/>	Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
<input type="checkbox"/>	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 September 2, 2008, we issued a press release announcing our August 2008 performance. The press release is filed herewith as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

SIGNATURE

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

CONTINENTAL AIRLINES, INC.

September 2, 2008

By /s/ Lori A. Gobillot

Lori A. Gobillot

Staff Vice President and Assistant General  
Counsel

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EXHIBIT INDEX



# News Release

**Contact:** Corporate Communications

**Houston:** 713.324.5080

**Email:** corpcomm@coair.com

**News archive:** continental.com/company/news/ **Address:** P.O. Box 4607, Houston, TX 77210-4607

## CONTINENTAL AIRLINES REPORTS AUGUST 2008

### OPERATIONAL PERFORMANCE

HOUSTON, Sept. 2, 2008 - Continental Airlines (NYSE: CAL) today reported an August consolidated (mainline plus regional) load factor of 83.9 percent, 1.4 points below the August 2007 consolidated load factor, and a mainline load factor of 84.9 percent, 1.0 point below the August 2007 mainline load factor. In addition, the carrier reported a domestic mainline August load factor of 86.3 percent, 1.7 points below the August 2007 domestic mainline load factor, and an international mainline load factor of 83.4 percent, 0.3 points below August 2007.

During the month, Continental recorded a U.S. Department of Transportation on-time arrival rate of 73.8 percent and a mainline segment completion factor of 99.4 percent.

In August 2008, Continental flew 9.1 billion consolidated revenue passenger miles (RPMs) and 10.9 billion consolidated available seat miles (ASMs), resulting in a consolidated traffic increase of 0.7 percent and a capacity increase of 2.4 percent as compared to August 2007. In August 2008, Continental flew 8.2 billion mainline RPMs and 9.7 billion mainline ASMs, resulting in a mainline traffic increase of 0.7 percent and a mainline capacity increase of 2.0 percent as compared to August 2007. Domestic mainline traffic was 4.2 billion RPMs in August 2008, down 3.3 percent from August 2007, and domestic mainline capacity was 4.8 billion ASMs, down 1.4 percent from August 2007.

For August 2008, consolidated passenger revenue per available seat mile (RASM) is estimated to have increased between 4.5 and 5.5 percent compared to August 2007, while mainline passenger RASM is estimated to have increased between 5.5 and 6.5 percent compared to August 2007. For July 2008, consolidated passenger RASM increased 4.8 percent compared to July 2007, while mainline passenger RASM increased 4.9 percent compared to July 2007.

Continental's regional operations had an August load factor of 76.4 percent, 3.8 points below the August 2007 regional load factor. Regional RPMs were 917.3 million and regional ASMs were 1,200.8 million in August 2008, resulting in a traffic increase of 0.5 percent and a capacity increase of 5.5 percent versus August 2007.

Continental Airlines is the world's fifth largest airline. Continental, together with Continental Express and Continental Connection, has more than 3,000 daily departures throughout the Americas, Europe and Asia, serving 140 domestic and 139 international destinations. More than 550 additional points are served via SkyTeam alliance airlines. With more than 46,000 employees, Continental has hubs serving New York, Houston, Cleveland and Guam, and together with Continental Express, carries approximately 69 million passengers per year.

Continental consistently earns awards and critical acclaim for both its operation and its corporate culture. For the fifth consecutive year, FORTUNE magazine named Continental the No. 1 World's Most Admired Airline on its 2008 list of World's Most Admired Companies. For more company information, go to [continental.com](http://continental.com).

This press release contains forward-looking statements that are not limited to historical facts, but reflect the company's current beliefs, expectations or intentions regarding future events. All forward-looking statements involve risks and uncertainties that could cause actual results to differ materially from those in the forward-looking statements. For examples of such risks and uncertainties, please see the risk factors set forth in the company's 2007 10-K and its other securities filings, including any amendments thereto, which identify important matters such as the consequences of the company's high leverage, the significant cost of aircraft fuel, the company's transition to a new global alliance, delays in scheduled aircraft deliveries, its high labor and pension costs, service interruptions at one of its hub airports, disruptions to the operations of its regional operators, disruptions in its computer systems, and industry conditions, including the airline pricing environment, industry capacity decisions, industry consolidation, terrorist attacks, regulatory matters, excessive taxation, the availability and cost of insurance, public health threats, an economic downturn in the U.S. and global economies and the seasonal nature of the airline business. The company undertakes no obligation to publicly update or revise any forward-looking statements to reflect events or circumstances that may arise after the date of this press release, except as required by applicable law.

## PRELIMINARY TRAFFIC RESULTS

AUGUST	2008	2007	Change	
REVENUE PASSENGER MILES (000)				
<b>Domestic</b>	<b>4,184,702</b>	<b>4,329,100</b>	<b>-3.3</b>	<b>Percent</b>
<b>International</b>	<b>4,037,658</b>	<b>3,834,162</b>	<b>5.3</b>	<b>Percent</b>
Transatlantic	2,224,100	2,033,507	9.4	Percent
Latin America	1,163,184	1,077,232	8.0	Percent
Pacific	650,374	723,423	-10.1	Percent
<b>Mainline</b>	<b>8,222,360</b>	<b>8,163,262</b>	<b>0.7</b>	<b>Percent</b>
<b>Regional</b>	<b>917,293</b>	<b>912,292</b>	<b>0.5</b>	<b>Percent</b>
<b>Consolidated</b>	<b>9,139,653</b>	<b>9,075,554</b>	<b>0.7</b>	<b>Percent</b>
AVAILABLE SEAT MILES (000)				
<b>Domestic</b>	<b>4,848,977</b>	<b>4,917,424</b>	<b>-1.4</b>	<b>Percent</b>
<b>International</b>	<b>4,839,841</b>	<b>4,580,806</b>	<b>5.7</b>	<b>Percent</b>
Transatlantic	2,664,539	2,429,420	9.7	Percent
Latin America	1,380,505	1,288,572	7.1	Percent
Pacific	794,797	862,814	-7.9	Percent
<b>Mainline</b>	<b>9,688,818</b>	<b>9,498,230</b>	<b>2.0</b>	<b>Percent</b>
<b>Regional</b>	<b>1,200,818</b>	<b>1,137,688</b>	<b>5.5</b>	<b>Percent</b>
<b>Consolidated</b>	<b>10,889,636</b>	<b>10,635,918</b>	<b>2.4</b>	<b>Percent</b>
PASSENGER LOAD FACTOR				
<b>Domestic</b>	<b>86.3 Percent</b>	<b>88.0 Percent</b>	<b>-1.7</b>	<b>Points</b>
<b>International</b>	<b>83.4 Percent</b>	<b>83.7 Percent</b>	<b>-0.3</b>	<b>Points</b>
Transatlantic	83.5 Percent	83.7 Percent	-0.2	Points
Latin America	84.3 Percent	83.6 Percent	0.7	Points
Pacific	81.8 Percent	83.8 Percent	-2.0	Points
<b>Mainline</b>	<b>84.9 Percent</b>	<b>85.9 Percent</b>	<b>-1.0</b>	<b>Points</b>
<b>Regional</b>	<b>76.4 Percent</b>	<b>80.2 Percent</b>	<b>-3.8</b>	<b>Points</b>
<b>Consolidated</b>	<b>83.9 Percent</b>	<b>85.3 Percent</b>	<b>-1.4</b>	<b>Points</b>
ONBOARD PASSENGERS				
<b>Mainline</b>	<b>4,656,022</b>	<b>4,761,799</b>	<b>-2.2</b>	<b>Percent</b>

<b>Regional</b>	<b>1,665,162</b>	<b>1,646,488</b>	<b>1.1</b>	<b>Percent</b>
<b>Consolidated</b>	<b>6,321,184</b>	<b>6,408,287</b>	<b>-1.4</b>	<b>Percent</b>

CARGO REVENUE TON MILES  
(000)

<b>Total</b>	<b>83,488</b>	<b>82,086</b>	<b>1.7</b>	<b>Percent</b>
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**PRELIMINARY TRAFFIC RESULTS**

<b>YEAR-TO-DATE</b>	<b>2008</b>	<b>2007</b>	<b>Change</b>	
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REVENUE PASSENGER MILES (000)

<b>Domestic</b>	<b>30,170,036</b>	<b>30,844,424</b>	<b>-2.2</b>	<b>Percent</b>
<b>International</b>	<b>28,258,956</b>	<b>26,649,450</b>	<b>6.0</b>	<b>Percent</b>
Transatlantic	14,813,743	13,468,301	10.0	Percent
Latin America	8,581,718	8,001,623	7.2	Percent
Pacific	4,863,495	5,179,526	-6.1	Percent
<b>Mainline</b>	<b>58,428,992</b>	<b>57,493,874</b>	<b>1.6</b>	<b>Percent</b>
<b>Regional</b>	<b>6,938,476</b>	<b>6,712,903</b>	<b>3.4</b>	<b>Percent</b>
<b>Consolidated</b>	<b>65,367,468</b>	<b>64,206,777</b>	<b>1.8</b>	<b>Percent</b>

AVAILABLE SEAT MILES  
(000)

<b>Domestic</b>	<b>35,893,969</b>	<b>36,396,463</b>	<b>-1.4</b>	<b>Percent</b>
<b>International</b>	<b>35,701,874</b>	<b>33,036,399</b>	<b>8.1</b>	<b>Percent</b>
Transatlantic	19,029,449	16,728,788	13.8	Percent
Latin America	10,335,064	9,756,049	5.9	Percent
Pacific	6,337,361	6,551,562	-3.3	Percent
<b>Mainline</b>	<b>71,595,843</b>	<b>69,432,862</b>	<b>3.1</b>	<b>Percent</b>
<b>Regional</b>	<b>8,979,902</b>	<b>8,523,053</b>	<b>5.4</b>	<b>Percent</b>
<b>Consolidated</b>	<b>80,575,745</b>	<b>77,955,915</b>	<b>3.4</b>	<b>Percent</b>

PASSENGER LOAD FACTOR

<b>Domestic</b>	<b>84.1 Percent</b>	<b>84.7 Percent</b>	<b>-0.6</b>	<b>Points</b>
<b>International</b>	<b>79.2 Percent</b>	<b>80.7 Percent</b>	<b>-1.5</b>	<b>Points</b>
Transatlantic	77.8 Percent	80.5 Percent	-2.7	Points
Latin America	83.0 Percent	82.0 Percent	1.0	Point
Pacific	76.7 Percent	79.1 Percent	-2.4	Points
<b>Mainline</b>	<b>81.6 Percent</b>	<b>82.8 Percent</b>	<b>-1.2</b>	<b>Points</b>
<b>Regional</b>	<b>77.2 Percent</b>	<b>79.9 Percent</b>	<b>2.7</b>	<b>Points</b>

<b>Regional</b>	<b>77.5 Percent</b>	<b>76.6 Percent</b>	<b>-1.0</b>	<b>Points</b>
<b>Consolidated</b>	<b>81.1 Percent</b>	<b>82.4 Percent</b>	<b>-1.3</b>	<b>Points</b>
ONBOARD PASSENGERS				
<b>Mainline</b>	<b>34,551,518</b>	<b>34,897,544</b>	<b>-1.0</b>	<b>Percent</b>
<b>Regional</b>	<b>12,555,178</b>	<b>12,166,325</b>	<b>3.2</b>	<b>Percent</b>
<b>Consolidated</b>	<b>47,106,696</b>	<b>47,063,869</b>	<b>0.1</b>	<b>Percent</b>
CARGO REVENUE TON MILES (000)				
<b>Total</b>	<b>691,801</b>	<b>671,001</b>	<b>3.1</b>	<b>Percent</b>

## PRELIMINARY OPERATIONAL AND FINANCIAL RESULTS

<b>AUGUST</b>	<b>2008</b>	<b>2007</b>	<b>Change</b>
On-Time Performance <sup>1</sup>	<b>73.8%</b>	<b>75.3%</b>	<b>(1.5) Points</b>
Completion Factor <sup>2</sup>	<b>99.4%</b>	<b>99.2%</b>	<b>0.2 Points</b>
July 2008 year-over-year consolidated RASM change			<b>4.8 Percent</b>
July 2008 year-over-year mainline RASM change			<b>4.9 Percent</b>
August 2008 estimated year-over-year consolidated RASM change			<b>4.5 - 5.5 Percent</b>
August 2008 estimated year-over-year mainline RASM change			<b>5.5 - 6.5 Percent</b>
August 2008 estimated average price per gallon of fuel, including fuel taxes			<b>3.87 Dollars</b>
Third Quarter 2008 estimated average price per gallon of fuel, including fuel taxes			<b>3.81 Dollars</b>

<sup>1</sup> Department of Transportation Arrivals within 14 minutes

<sup>2</sup> Mainline Segment Completion Percentage

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