

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): **November 1, 2007**

**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 November 1, 2007, we issued a press release announcing our October 2007 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.

November 2, 2007

By /s/ Lori A. Gobillot

Lori A. Gobillot

Staff Vice President and Assistant General  
Counsel

-

-

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 OCTOBER 2007

### OPERATIONAL PERFORMANCE

HOUSTON, Nov. 1, 2007 - Continental Airlines (NYSE: CAL) today reported an October consolidated (mainline plus regional) load factor of 79.5 percent, 0.2 points above the October 2006 consolidated load factor, and a mainline load factor of 79.8 percent, 0.3 points above the October 2006 mainline load factor. Both load factors were records for the month. In addition, the carrier reported a domestic mainline load factor of 82.5 percent, 0.6 points below October 2006, and an international mainline load factor of 76.7 percent, 1.3 points above October 2006.

During the month, Continental recorded a U.S. Department of Transportation on-time arrival rate of 80.4 percent and a mainline segment completion factor of 99.6 percent.

In October 2007, Continental flew 7.7 billion consolidated revenue passenger miles (RPMs) and 9.7 billion consolidated available seat miles (ASMs), resulting in a traffic increase of 6.0 percent and a capacity increase of 5.7 percent as compared to October 2006. In October 2007, Continental flew 6.9 billion mainline RPMs and 8.6 billion mainline ASMs, resulting in a mainline traffic increase of 7.3 percent and a mainline capacity increase of 7.0 percent as compared to October 2006. Domestic mainline traffic was 3.7 billion RPMs in October 2007, up 4.6 percent from October 2006, and domestic mainline capacity was 4.5 billion ASMs, up 5.3 percent from October 2006.

For October 2007, consolidated passenger revenue per available seat mile (RASM) is estimated to have increased between 6.0 and 7.0 percent compared to October 2006, while mainline passenger RASM is estimated to have increased between 7.0 and 8.0 percent compared to October 2006. For September 2007, consolidated passenger RASM increased 4.2 percent compared to September 2006, while mainline passenger RASM increased 5.1 percent from September 2006.

Continental's regional operations had an October load factor of 76.9 percent, 0.4 points below the October 2006 load factor. Regional RPMs were 821.5 million and regional ASMs were 1,067.8 million in October 2007, resulting in a traffic decrease of 3.9 percent and a capacity decrease of 3.4 percent versus October 2006.

Continental Airlines is the world's fifth largest airline. Continental, together with Continental Express and Continental Connection, has more than 3,100 daily departures throughout the Americas, Europe and Asia, serving 144 domestic and 138 international destinations. More than 400 additional points are served via SkyTeam alliance airlines. With more than 45,000 employees, Continental has hubs serving New York, Houston, Cleveland and Guam, and together with Continental Express, carries approximately 67 million passengers per year. Continental consistently earns awards and critical acclaim for both its operation and its corporate culture.

For the fourth consecutive year, FORTUNE magazine named Continental the No. 1 World's Most Admired Airline on its 2007 list of World's Most Admired Companies. Continental was also named the No. 1 airline on the publication's 2007 America's Most Admired airline industry list. Additionally, Continental again won major awards at the OAG Airline of the Year Awards including "Best Airline Based in North America" for the fourth year in a row, and "Best Executive/Business Class" for the fifth consecutive year. For more company information, visit 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 2006 10-K and its other securities filings, including any amendments thereto, which identify important matters such as the consequences of the company's significant financial losses and high leverage, the significant cost of aircraft fuel, its high labor and pension costs, service interruptions at one of its hub airports, 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 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.

( more )

### PRELIMINARY TRAFFIC RESULTS

OCTOBER	2007	2006	Change
REVENUE PASSENGER MILES (000)			
<b>Domestic</b>	<b>3,748,932</b>	<b>3,584,913</b>	<b>4.6 Percent</b>
<b>International</b>	<b>3,124,304</b>	<b>2,822,048</b>	<b>10.7 Percent</b>
Transatlantic	1,791,893	1,546,101	15.9 Percent
Latin America	704,683	655,677	7.5 Percent
Pacific	627,728	620,270	1.2 Percent
<b>Mainline</b>	<b>6,873,236</b>	<b>6,406,961</b>	<b>7.3 Percent</b>
<b>Regional</b>	<b>821,467</b>	<b>854,551</b>	<b>-3.9 Percent</b>
<b>Consolidated</b>	<b>7,694,703</b>	<b>7,261,512</b>	<b>6.0 Percent</b>
AVAILABLE SEAT MILES (000)			
<b>Domestic</b>	<b>4,545,441</b>	<b>4,315,906</b>	<b>5.3 Percent</b>
<b>International</b>	<b>4,071,163</b>	<b>3,740,657</b>	<b>8.8 Percent</b>
Transatlantic	2,321,631	2,028,144	14.5 Percent
Latin America	919,601	901,037	2.1 Percent
Pacific	829,931	811,476	2.3 Percent
<b>Mainline</b>	<b>8,616,604</b>	<b>8,056,563</b>	<b>7.0 Percent</b>
<b>Regional</b>	<b>1,067,799</b>	<b>1,105,020</b>	<b>-3.4 Percent</b>
<b>Consolidated</b>	<b>9,684,403</b>	<b>9,161,583</b>	<b>5.7 Percent</b>
PASSENGER LOAD FACTOR			
<b>Domestic</b>	<b>82.5 Percent</b>	<b>83.1 Percent</b>	<b>-0.6 Points</b>
<b>International</b>	<b>76.7 Percent</b>	<b>75.4 Percent</b>	<b>1.3 Points</b>
Transatlantic	77.2 Percent	76.2 Percent	1.0 Points
Latin America	76.6 Percent	72.8 Percent	3.8 Points
Pacific	75.6 Percent	76.4 Percent	-0.8 Points
<b>Mainline</b>	<b>79.8 Percent</b>	<b>79.5 Percent</b>	<b>0.3 Points</b>
<b>Regional</b>	<b>76.9 Percent</b>	<b>77.3 Percent</b>	<b>-0.4 Points</b>
<b>Consolidated</b>	<b>79.5 Percent</b>	<b>79.3 Percent</b>	<b>0.2 Points</b>
ONBOARD PASSENGERS			

<b>Mainline</b>	<b>4,115,874</b>	<b>3,947,787</b>	<b>4.3</b>	<b>Percent</b>
<b>Regional</b>	<b>1,535,726</b>	<b>1,560,051</b>	<b>-1.6</b>	<b>Percent</b>
<b>Consolidated</b>	<b>5,651,600</b>	<b>5,507,838</b>	<b>2.6</b>	<b>Percent</b>
CARGO REVENUE TON MILES (000)				
<b>Total</b>	<b>94,608</b>	<b>96,418</b>	<b>-1.9</b>	<b>Percent</b>

( more )

### PRELIMINARY TRAFFIC RESULTS

<b>YEAR-TO-DATE</b>	<b>2007</b>	<b>2006</b>	<b>Change</b>	
REVENUE PASSENGER MILES (000)				
<b>Domestic</b>	<b>38,041,502</b>	<b>36,040,992</b>	<b>5.6</b>	<b>Percent</b>
<b>International</b>	<b>32,870,803</b>	<b>30,325,388</b>	<b>8.4</b>	<b>Percent</b>
Transatlantic	17,074,430	15,134,401	12.8	Percent
Latin America	9,377,360	8,930,736	5.0	Percent
Pacific	6,419,013	6,260,251	2.5	Percent
<b>Mainline</b>	<b>70,912,305</b>	<b>66,366,380</b>	<b>6.8</b>	<b>Percent</b>
<b>Regional</b>	<b>8,278,290</b>	<b>8,637,192</b>	<b>-4.2</b>	<b>Percent</b>
<b>Consolidated</b>	<b>79,190,595</b>	<b>75,003,572</b>	<b>5.6</b>	<b>Percent</b>
AVAILABLE SEAT MILES (000)				
<b>Domestic</b>	<b>45,192,026</b>	<b>43,032,146</b>	<b>5.0</b>	<b>Percent</b>
<b>International</b>	<b>41,116,790</b>	<b>38,701,836</b>	<b>6.2</b>	<b>Percent</b>
Transatlantic	21,353,753	19,188,826	11.3	Percent
Latin America	11,574,201	11,365,266	1.8	Percent
Pacific	8,188,836	8,147,744	0.5	Percent
<b>Mainline</b>	<b>86,308,816</b>	<b>81,733,982</b>	<b>5.6</b>	<b>Percent</b>
<b>Regional</b>	<b>10,563,158</b>	<b>11,063,882</b>	<b>-4.5</b>	<b>Percent</b>
<b>Consolidated</b>	<b>96,871,974</b>	<b>92,797,864</b>	<b>4.4</b>	<b>Percent</b>
PASSENGER LOAD FACTOR				
<b>Domestic</b>	<b>84.2 Percent</b>	<b>83.8 Percent</b>	<b>0.4</b>	<b>Points</b>
<b>International</b>	<b>79.9 Percent</b>	<b>78.4 Percent</b>	<b>1.5</b>	<b>Points</b>
Transatlantic	80.0 Percent	78.9 Percent	1.1	Points
Latin America	81.0 Percent	78.6 Percent	2.4	Points
Pacific	78.4 Percent	76.8 Percent	1.6	Points
<b>Mainline</b>	<b>82.2 Percent</b>	<b>81.2 Percent</b>	<b>1.0</b>	<b>Points</b>
<b>Regional</b>	<b>78.4 Percent</b>	<b>78.1 Percent</b>	<b>0.3</b>	<b>Points</b>
<b>Consolidated</b>	<b>81.7 Percent</b>	<b>80.8 Percent</b>	<b>0.9</b>	<b>Points</b>
ONBOARD PASSENGERS				
<b>Mainline</b>	<b>42,765,225</b>	<b>40,699,650</b>	<b>5.1</b>	<b>Percent</b>
<b>Regional</b>	<b>15,085,073</b>	<b>15,323,226</b>	<b>-1.6</b>	<b>Percent</b>
<b>Consolidated</b>	<b>57,850,298</b>	<b>56,022,876</b>	<b>3.3</b>	<b>Percent</b>
CARGO REVENUE TON MILES (000)				
<b>Total</b>	<b>852,637</b>	<b>890,567</b>	<b>-4.3</b>	<b>Percent</b>

( more )

## PRELIMINARY OPERATIONAL AND FINANCIAL RESULTS

<b>OCTOBER</b>	<b>2007</b>	<b>2006</b>	<b>Change</b>
On-Time Performance <sup>1</sup>	<b>80.4%</b>	<b>71.4%</b>	<b>9.0 Points</b>
Completion Factor <sup>2</sup>	<b>99.6%</b>	<b>99.4%</b>	<b>0.2 Points</b>
September 2007 year-over-year consolidated RASM change			<b>4.2 Percent</b>
September 2007 year-over-year mainline RASM change			<b>5.1 Percent</b>
October 2007 estimated year-over-year consolidated RASM change			<b>6.0 - 7.0 Percent</b>
October 2007 estimated year-over-year mainline RASM change			<b>7.0 - 8.0 Percent</b>
October 2007 estimated average price per gallon of fuel, including fuel taxes			<b>2.33 Dollars</b>
Fourth Quarter 2007 estimated average price per gallon of fuel, including fuel taxes			<b>2.50 Dollars</b>

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

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

###