

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):
May 2, 2001

CONTINENTAL AIRLINES, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other
jurisdiction of
incorporation)

0-09781
(Commission
File Number)

74-2099724
(IRS Employer
Identification No.)

1600 Smith, HQSEO, Houston, Texas
(Address of principal executive offices)

77002
(Zip Code)

(713) 324-2950
(Registrant's telephone number, including area code)

Item 5. Other Events.

On May 2, 2001, Continental Airlines, Inc. (the "Company") announced that Gregory D. Brenneman, its President and Chief Operating Officer and a member of the Company's Board of Directors, had resigned, effective immediately.

The Company also announced that at its upcoming Board meeting on May 15, 2001 it is anticipated that the Board will promote the Company's three current Executive Vice Presidents, Lawrence W. Kellner, C.D. McLean and Jeffery A. Smisek, each of whom will assume new responsibilities. Each of them will report directly to Gordon Bethune, the Company's Chief Executive Officer and Chairman of the Board of Directors.

Mr. Kellner, currently Executive Vice President and Chief Financial Officer, is expected to be named President. Mr. McLean, currently Executive Vice President Operations, is expected to be named Executive Vice President and Chief Operating Officer. Mr. Smisek, currently Executive Vice President and General Counsel, is expected to be named Executive Vice President - Corporate.

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.

By: /s/ Jeffery A. Smisek

Jeffery A. Smisek
Executive Vice President and
General Counsel

May 2, 2001