

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>TILTON GLENN F</u> (Last) (First) (Middle) <u>P.O. BOX 66100 - HDQLD</u> (Street) <u>CHICAGO IL 60666</u> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>United Continental Holdings, Inc. [UAL]</u>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
3. Date of Earliest Transaction (Month/Day/Year) <u>10/01/2010</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)		
					6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/01/2010		D		27,546	D	\$25	131,634	D	
Common Stock	10/01/2010		A		207,060	A	(1)(2)	508,668	D	
Common Stock	10/01/2010		M		449,034	A	\$0 ⁽¹⁾	787,728	D	

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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					
Restricted Stock Units	(2)	10/01/2010		M			449,034	(2)	(2)	Common Stock	449,034	(2)	0	D

Explanation of Responses:

1. Pursuant to the terms of the letter agreement by and between Mr. Tilton and UAL Corporation, Mr. Tilton was granted restricted shares in consideration for his waiver of cash severance that he was entitled to upon termination of his employment. The restricted stock awards fully vest upon the occurrence of the earlier of (a) December 31, 2012, (b) the termination of Mr. Tilton's service as Chairman of the Board of Directors due to death, disability or removal without cause or (c) his retirement with the consent of the Board of Directors.

2. Each restricted stock unit represented the economic equivalent of one share of common stock. As described in footnote (1), the restricted stock units were settled in restricted shares of the Company's common stock as of October 1, 2010. 180,223 restricted shares vest on April 1, 2011, 180,224 vest on April 1, 2012, and 88,567 vest on December 31, 2012, subject to earlier vesting upon the termination of Mr. Tilton's service as Chairman of the Board of Directors due to death, disability or removal without cause or his retirement with the consent of the Board of Directors.

/s/ Lydia J. Mathas for Glenn F. Tilton 10/05/2010

** 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.

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