FORM 4

Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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| OMB APPROVAL |          |  |  |  |  |  |  |  |  |  |
|--------------|----------|--|--|--|--|--|--|--|--|--|
| OMB Number:  | 3235-028 |  |  |  |  |  |  |  |  |  |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Check this box if no longer subject to

87 Estimated average burden 0.5 hours per response

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

| Name and Address of Reporting Person*     Garvey Jane C |   |  |   |  | 2. Issuer Name and Ticker or Trading Symbol United Continental Holdings, Inc. [ UAL ] |  |   |  |   |                    |   | all applicabl<br>Director        | Director   |  | 10% Owner                   |  |   |
|---|---|--|---|--|---|--|---|--|---|--------------------|---|----------------------------------|--|--|-----------------------------|--|---|
| (Last) (First) (Middle) P. O. BOX 66100 HDQLD           |   |  |   |  | 3. Date of Earliest Transaction (Month/Day/Year) 06/13/2013                           |  |   |  |   |                    |   | Officer (give title below)       |  | Other (speci<br>below)                       |                             | pecify   |   |
| (Street) CHICAGO IL 60666                               |   |  |   |  | 4. If Amendment, Date of Original Filed (Month/Day/Year) 6.                           |  |   |  |   | 6. Indiv           | dividual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person |                                  |  |  |                             |  |   |
| (City)  | (   | State)                                     | (Zip)   |  |   |  |   |  |   |                    |   |                                  |  |  |                             |  |   |
|   |   |  | Table I - Non   | -Deriv                                     | ative   | Securiti   | es Acqı   | uired, I   | Disp                                    | osed of,           | or Bene   | ficially O                       | wned   |  |                             |  |   |
| 1. Title of Security (Instr. 3)                         |   |  |   | 2. Transaction<br>Date<br>(Month/Day/Year) |   | Execution if any   | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |  | 3.<br>Transaction<br>Code (Instr.<br>8) |                    | s Acquired (A) or<br>f (D) (Instr. 3, 4 and 5)  |                                  | 5. Amount of<br>Securities<br>Beneficially<br>Following F<br>Transaction | Owned<br>Reported                            | Form:                       | Direct Indirect Itr. 4)  | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   |  |   |  |   | Code   | v                                       | Amount             | (A) or<br>(D)   | Price                            | (Instr. 3 and  |  |                             |  |   |
| Common  | Stock   |  |   | 06/13                                      | 3/2013  |  |   | M  |   | 3,559.51           | . A   | (1)                              | 3,559  | .51  |                             | D  |   |
| Common Stock  |   |  |   | 06/13                                      | 13/2013   |  |   | D  |   | 3,559.51           | D   | \$32.31                          | 0  |  | D                           |  |   |
|   |   |  | Table II - D  |  |   |  |   |  |   | sed of, o          |   |                                  | ned  |  |                             |  |   |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)     | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Transaction<br>Code (Instr.<br>8)          |   | 5. Number of<br>Derivative Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) |   | 6. Date Exercisable a<br>Expiration Date<br>(Month/Day/Year) |   | ate                |   |                                  | Derivative Security  |  | per of<br>ve<br>es<br>ially | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>(Instr. 4)                             |
|   | Cocurity  |  |   | Code                                       | v   | (A)  | (D)   | Date<br>Exercis  | sable                                   | Expiration<br>Date | Title   | Amount or<br>Number of<br>Shares |  | Followin<br>Reporte<br>Transac<br>(Instr. 4) | tion(s)                     | (7 (11341 4)   |   |
| Share<br>Units  | (1)   | 06/13/2013                                 |   | M  |   |  | 3,559.51  | 06/13/2  | 2013                                    | 06/13/2013         | Common<br>Stock   | 3,559.51                         | (1)  | 0  |                             | D  |   |
| Share<br>Units  | (2)   | 06/13/2013                                 |   | A  |   | 3,869.37 <sup>(3)</sup>  |   | 06/13/2  | 2014                                    | 06/13/2014         | Common<br>Stock   | 3,869.37                         | \$0  | 3,869  | 9.37                        | D  |   |

## **Explanation of Responses:**

- 1. Each share unit was the economic equivalent of one share of common stock. In accordance with the terms of the share units, the share units are settled in cash based on the average of the high and low sale prices of a share of the Company's common stock on the date of settlement (or the average of the high and low sale prices of the common stock on the preceding trading day if the settlement date is not a trading day).
- 2. Each share unit represents the economic equivalent of one share of common stock. Upon settlement, the Reporting Person will receive a cash payment equal to the number of share units multiplied by the average of the high and low sale prices of a share of the Company's common stock on the date of settlement.
- 3. Additional share units accrue when and as dividends are paid on the Company's common stock. The number of share units accrued will be equal to the dollar amount of dividends that would be payable if the share units were actual shares of common stock, divided by the average of the high and low sale prices of a share of the Company's common stock on the date dividends are paid.

## Remarks:

Exhibit List: Exhibit 24--Power of Attorney

/s/ Sarah Hagy for Jane C. 06/14/2013 Garvev

\*\* 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.

United Continental Holdings, Inc.

Authorization and Designation to Sign and File Section 16 Reporting Forms and Form 144s

The undersigned, a member of the Board of Directors of United Continental Holdings, Inc., a Delaware corporation (the "Company"), does hereby authorize and designate Jennifer L. Kraft, Sarah Hagy, Sucheta Misra or Brett J. Hart (the "Authorized Persons") to prepare, sign and file on her behalf: (i) any and all Forms 3, 4, 5 and Form ID, including any amendments thereto, relating to equity securities of the Company with the Securities and Exchange Commission (the "SEC") pursuant to the requirements of Section 16 of the Securities Exchange Act of 1934, as amended ("Section 16"), and the rules promulgated thereunder; and (ii) any and all Forms 144 relating to equity securities of the Company with the SEC pursuant to Rule 144 under the Securities Act of 1933, as amended, in each case which may be necessary or desirable as a result of her ownership of or transaction in securities of the Company. The undersigned further hereby authorizes and designates the Authorized Persons to do and perform any and all acts for and on her behalf as may be necessary or desirable to prepare, sign and file the forms contemplated by this Authorization. The undersigned hereby confirms any action relating to the preparation, signing and filing of (i) and (ii) above, performed by the above mentioned individuals on her behalf and revokes any prior Authorization and Designation to Sign and File Section 16 Reporting Forms and Forms 144. This authorization, unless earlier revoked in writing, shall be valid until the undersigned's reporting obligations under Section 16 and Rule 144 with respect to securities of the Company shall cease.

IN WITNESS WHEREOF, the undersigned has executed this Authorization and Designation this 13th day of June, 2013.

Signature: /s/ Jane C. Garvey

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Printed Name: Jane C. Garvey

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Position: Director

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