

**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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <b>YAMARONE CHARLES</b>			2. Issuer Name and Ticker or Trading Symbol <b>United Continental Holdings, Inc. [ UAL ]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input type="checkbox"/> Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>10/01/2010</b>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
<b>P.O. BOX 66100 - HDQLD</b>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <b>CHICAGO IL 60666</b>								
(City) (State) (Zip)								

**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		A		4,264	A	(1)	4,264	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						Title
Option (Right to Buy)	\$47.43	10/01/2010		A		5,250		10/01/2010	05/15/2011	Common Stock	5,250	(2)	5,250	D	
Option (Right to Buy)	\$28.2	10/01/2010		A		5,250		10/01/2010	04/17/2012	Common Stock	5,250	(3)	5,250	D	
Option (Right to Buy)	\$11.06	10/01/2010		A		5,250		10/01/2010	05/14/2013	Common Stock	5,250	(4)	5,250	D	
Option (Right to Buy)	\$12.39	10/01/2010		A		5,250		10/01/2010	03/12/2014	Common Stock	5,250	(5)	5,250	D	
Option (Right to Buy)	\$22.5	10/01/2010		A		5,250		10/01/2010	06/06/2016	Common Stock	5,250	(6)	5,250	D	
Option (Right to Buy)	\$32.48	10/01/2010		A		5,250		10/01/2010	06/12/2017	Common Stock	5,250	(7)	5,250	D	
Option (Right to Buy)	\$11.87	10/01/2010		A		7,875		10/01/2010	06/12/2018	Common Stock	7,875	(8)	7,875	D	
Option (Right to Buy)	\$8.79	10/01/2010		A		7,875		10/01/2010	06/10/2019	Common Stock	7,875	(9)	7,875	D	

**Explanation of Responses:**

1. Acquired in exchange for 4,061 shares of Continental Class B Common Stock pursuant to the Agreement and Plan of Merger, dated as of May 2, 2010, by and among Continental Airlines, Inc. ("Continental"), UAL Corporation and JT Merger Sub Inc. on October 1, 2010. Shares reported in Table 1 Column 4 include 2,426 restricted shares that vest on June 9, 2011.
2. Acquired pursuant to the Merger Agreement in exchange for options to purchase 5,000 shares of Continental Class B Common Stock at \$49.80 per share.
3. Acquired pursuant to the Merger Agreement in exchange for options to purchase 5,000 shares of Continental Class B Common Stock at \$29.61 per share.
4. Acquired pursuant to the Merger Agreement in exchange for options to purchase 5,000 shares of Continental Class B Common Stock at \$11.61 per share.
5. Acquired pursuant to the Merger Agreement in exchange for options to purchase 5,000 shares of Continental Class B Common Stock at \$13.00 per share.
6. Acquired pursuant to the Merger Agreement in exchange for options to purchase 5,000 shares of Continental Class B Common Stock at \$23.62 per share.
7. Acquired pursuant to the Merger Agreement in exchange for options to purchase 5,000 shares of Continental Class B Common Stock at \$34.10 per share.
8. Acquired pursuant to the Merger Agreement in exchange for options to purchase 7,500 shares of Continental Class B Common Stock at \$12.46 per share.
9. Acquired pursuant to the Merger Agreement in exchange for options to purchase 7,500 shares of Continental Class B Common Stock at \$9.22 per share.

/s/ Lydia J. Mathas for Charles A. Yamarone 10/05/2010

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.**