

Prospectus Supplement

The Prospectus dated August 13, 1996, relating to the offer for resale of up to \$200,650,000 aggregate principal amount of the Continental Airlines, Inc. 6-3/4% Convertible Subordinated Notes due April 15, 2006 is hereby supplemented as follows:

- 1) The Principal Amount of Registered Notes held by "McMahan Securities Co. L.P." is increased to \$3,000,000 as of March 14, 1997.

The date of this Prospectus Supplement is March 24, 1997.