

UNITED STATES  
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): **October 1, 2010**

**UNITED CONTINENTAL HOLDINGS, INC.**  
**CONTINENTAL AIRLINES, INC.**  
(Exact Name of Registrant as Specified in Its Charter)

**DELAWARE**  
**DELAWARE**  
(State or Other Jurisdiction of Incorporation)

**1-06033**  
**1-10323**  
(Commission File Number)

**36-2675207**  
**74-2099724**  
(IRS Employer Identification No.)

**77 W. Wacker Drive, Chicago, IL**  
**1600 Smith Street, Dept. HQSEO, Houston, Texas**  
(Address of Principal Executive Offices)

**60601**  
**77002**  
(Zip Code)

**(312) 997-8000**  
**(713) 324-2950**  
(Registrant's Telephone Number, Including Area Code)

\_\_\_\_\_  
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act  
(17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act  
(17 CFR 240.13e-4(c))

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Item Other Events.  
8.01.

On October 1, 2010, United Continental Holdings, Inc. issued a press release announcing the September 2010 performance of Continental Airlines, Inc., its wholly-owned subsidiary. The press release is filed herewith as Exhibit 99.1 and is incorporated herein by reference.

Item Financial Statements and Exhibits.  
9.01.

(d) Exhibits

99.1 Press Release for September Performance

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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.

UNITED CONTINENTAL HOLDINGS, INC.  
CONTINENTAL AIRLINES, INC.

October 1, 2010

By /s/ Chris Kenny  
Chris Kenny  
Vice President and Controller

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EXHIBIT INDEX

99.1 Press Release for September Performance



United Continental Holdings, Inc.  
**Worldwide Media Relations**  
 312.997.8640  
 media.relations@united.com

713.324.5080  
 media.relations@coair.com

## **UNITED CONTINENTAL HOLDINGS REPORTS SEPTEMBER 2010 OPERATIONAL RESULTS FOR CONTINENTAL AIRLINES**

**CHICAGO, Oct. 1, 2010** – United Continental Holdings, Inc. (NYSE: UAL) today reported September 2010 and year-to-date 2010 operational results for Continental Airlines. Earlier today, United Continental Holdings, Inc., formerly UAL Corporation, announced that a wholly owned subsidiary merged with Continental Airlines, Inc., and that Continental Airlines and United Air Lines, Inc. are now wholly owned subsidiaries of United Continental Holdings, Inc. Stand-alone operational results for United Air Lines will be reported on Oct. 7.

Beginning with the release of October's operational results in November, United Continental Holdings, Inc. will issue one news release on the fifth business day following the end of the prior month.

Continental's consolidated traffic in September 2010 increased 3.1 percent versus September 2009 on a consolidated capacity increase of 1.4 percent. Continental's consolidated load factor increased 1.4 points compared to the same period last year.

For September 2010, consolidated passenger revenue per available seat mile (RASM) for Continental is estimated to have increased between 19.0 and 20.0 percent compared to September 2009, while Continental's mainline RASM is estimated to have increased between 21.0 to 22.0 percent compared to the same period last year.

Continental ended the third quarter of 2010 with an unrestricted cash, cash equivalents and short-term investments balance of approximately \$4.20 billion.

### **About United Continental Holdings, Inc.**

United Continental Holdings, Inc. (NYSE: UAL) is the holding company for both United Airlines and Continental Airlines. Together with United Express, Continental Express and Continental Connection, these airlines operate a total of approximately 5,800 flights a day to 371 airports throughout the Americas, Europe and Asia from their hubs in Chicago, Cleveland, Denver, Guam, Houston, Los Angeles, New York, San Francisco, Tokyo and Washington, D.C. United and Continental are members of Star Alliance, which offers more than 21,200 daily flights to 1,172 airports in 181 countries worldwide through its 28 member airlines. United's and Continental's more than 80,000 employees reside in every U.S. state and in many countries around the world. For more information about United Continental Holdings, Inc., go to [UnitedContinentalHoldings.com](http://UnitedContinentalHoldings.com). For more information about the airlines, see [united.com](http://united.com) and [continental.com](http://continental.com), and follow each company on Twitter and Facebook.

-tables attached-

### **Continental Preliminary Operational Results**

	September				Year-to-Date			
	2010	2009	Change	%	2010	2009	Change	%
<b>REVENUE PASSENGER MILES (000)</b>								
<b>Domestic</b>	<b>3,113,877</b>	<b>3,173,371</b>	<b>-1.9</b>	<b>%</b>	<b>30,175,706</b>	<b>30,522,134</b>	<b>-1.1</b>	<b>%</b>
<b>International</b>	<b>3,323,961</b>	<b>3,048,654</b>	<b>9.0</b>	<b>%</b>	<b>32,101,106</b>	<b>30,066,409</b>	<b>6.8</b>	<b>%</b>
Transatlantic	1,904,904	1,727,480	10.3	%	16,039,894	15,426,106	4.0	%
Latin America	671,099	635,693	5.6	%	9,469,247	8,999,186	5.2	%
Pacific	747,958	685,481	9.1	%	6,591,965	5,641,117	16.9	%
<b>Mainline</b>	<b>6,437,838</b>	<b>6,222,025</b>	<b>3.5</b>	<b>%</b>	<b>62,276,812</b>	<b>60,588,543</b>	<b>2.8</b>	<b>%</b>
<b>Regional</b>	<b>724,711</b>	<b>724,977</b>	<b>0.0</b>	<b>%</b>	<b>7,286,564</b>	<b>6,984,255</b>	<b>4.3</b>	<b>%</b>
<b>Consolidated</b>	<b>7,162,549</b>	<b>6,947,002</b>	<b>3.1</b>	<b>%</b>	<b>69,563,376</b>	<b>67,572,798</b>	<b>2.9</b>	<b>%</b>
<b>AVAILABLE SEAT MILES (000)</b>								
<b>Domestic</b>	<b>3,759,886</b>	<b>3,778,821</b>	<b>-0.5</b>	<b>%</b>	<b>35,422,270</b>	<b>35,966,166</b>	<b>-1.5</b>	<b>%</b>
<b>International</b>	<b>3,947,029</b>	<b>3,791,178</b>	<b>4.1</b>	<b>%</b>	<b>38,723,703</b>	<b>38,151,937</b>	<b>1.5</b>	<b>%</b>
Transatlantic	2,200,485	2,079,010	5.8	%	19,137,394	19,582,526	-2.3	%
Latin America	856,419	819,389	4.5	%	11,651,234	11,061,249	5.3	%
Pacific	890,125	892,779	-0.3	%	7,935,075	7,508,162	5.7	%
<b>Mainline</b>	<b>7,706,915</b>	<b>7,569,999</b>	<b>1.8</b>	<b>%</b>	<b>74,145,973</b>	<b>74,118,103</b>	<b>0.0</b>	<b>%</b>
<b>Regional</b>	<b>936,311</b>	<b>956,913</b>	<b>-2.2</b>	<b>%</b>	<b>9,218,374</b>	<b>9,144,698</b>	<b>0.8</b>	<b>%</b>
<b>Consolidated</b>	<b>8,643,226</b>	<b>8,526,912</b>	<b>1.4</b>	<b>%</b>	<b>83,364,347</b>	<b>83,262,801</b>	<b>0.1</b>	<b>%</b>
<b>PASSENGER LOAD FACTOR</b>								

<b>Domestic</b>	<b>82.8 Percent</b>	<b>84.0 Percent</b>	<b>-1.2 pts</b>	<b>85.2 Percent</b>	<b>84.9 Percent</b>	<b>0.3 pts</b>
<b>International</b>	<b>84.2 Percent</b>	<b>80.4 Percent</b>	<b>3.8 pts</b>	<b>82.9 Percent</b>	<b>78.8 Percent</b>	<b>4.1 pts</b>
Transatlantic	86.6 Percent	83.1 Percent	3.5 pts	83.8 Percent	78.8 Percent	5.0 pts
Latin America	78.4 Percent	77.6 Percent	0.8 pts	81.3 Percent	81.4 Percent	-0.1 pts
Pacific	84.0 Percent	76.8 Percent	7.2 pts	83.1 Percent	75.1 Percent	8.0 pts
<b>Mainline</b>	<b>83.5 Percent</b>	<b>82.2 Percent</b>	<b>1.3 pts</b>	<b>84.0 Percent</b>	<b>81.7 Percent</b>	<b>2.3 pts</b>
<b>Regional</b>	<b>77.4 Percent</b>	<b>75.8 Percent</b>	<b>1.6 pts</b>	<b>79.0 Percent</b>	<b>76.4 Percent</b>	<b>2.6 pts</b>
<b>Consolidated</b>	<b>82.9 Percent</b>	<b>81.5 Percent</b>	<b>1.4 pts</b>	<b>83.4 Percent</b>	<b>81.2 Percent</b>	<b>2.2 pts</b>

ONBOARD

PASSENGERS

<b>Mainline</b>	<b>3,391,332</b>	<b>3,330,332</b>	<b>1.8 %</b>	<b>34,086,874</b>	<b>34,618,306</b>	<b>-1.5 %</b>
<b>Regional</b>	<b>1,354,004</b>	<b>1,350,709</b>	<b>0.2 %</b>	<b>13,335,304</b>	<b>12,932,311</b>	<b>3.1 %</b>
<b>Consolidated</b>	<b>4,745,336</b>	<b>4,681,041</b>	<b>1.4 %</b>	<b>47,422,178</b>	<b>47,550,617</b>	<b>-0.3 %</b>

CARGO REVENUE TON MILES (000)

<b>Total</b>	<b>91,319</b>	<b>84,370</b>	<b>8.2 %</b>	<b>822,955</b>	<b>664,768</b>	<b>23.8 %</b>
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**Preliminary Operational and Financial Results**

	<b>Change</b>
August 2010 year-over-year consolidated RASM change	<b>19.1 Percent</b>
August 2010 year-over-year mainline RASM change	<b>19.3 Percent</b>
September 2010 estimated year-over-year consolidated RASM change	<b>19.0 - 20.0 Percent</b>
September 2010 estimated year-over-year mainline RASM change	<b>21.0 - 22.0 Percent</b>
September 2010 estimated average price per gallon of fuel, including fuel taxes	<b>2.22 Dollars</b>
Third Quarter 2010 estimated average price per gallon of fuel, including fuel taxes	<b>2.21 Dollars</b>

<b>September</b>	<b>2010</b>	<b>2009</b>	<b>Change</b>
On-Time Performance <sup>1</sup>	<b>86.9%</b>	<b>88.4%</b>	<b>(1.5) Points</b>
Completion Factor <sup>2</sup>	<b>99.7%</b>	<b>99.8%</b>	<b>(0.1) Points</b>

<sup>1</sup> Department of Transportation Arrivals within 14 minutes

<sup>2</sup> Mainline Segment Completion Percentage

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