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):

September 3, 2002

CONTINENTAL AIRLINES, INC.

(Exact name of registrant as specified in its charter)

Delaware	1-10323	74-2099724
(State or other jurisdiction	(Commission File Number)	(IRS Employer
of incorporation)		Identification No.)

1600 Smith Street, Dept. HQSEO, Houston, Texas	77002
(Address of principal executive offices)	(Zip Code)

(713) 324-2950

(Registrant's telephone number, including area code)

Item 5. Other Events.

On September 3, 2002, we issued a press release announcing our August performance and our estimated consolidated breakeven load factor for September 2002. The press release is filed herewith as Exhibit 99.1 and is incorporated herein by reference.

Item 7. Financial Statements and Exhibits.

a. Exhibits

    1. Press Release

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.

CONTINENTAL AIRLINES, INC.

September 3, 2002   By /s/ Jennifer L. Vogel

                                    Jennifer L. Vogel

                                    Vice President and General Counsel

EXHIBIT INDEX

99.1   Press Release

EXHIBIT 99.1

Continental Airlines News Release

Contact: Corporate Communications

Houston: 713.324.5080

Email: corpcomm@coair.com

News archive: continental.com/news/ **Address:** P.O. Box 4607, Houston, TX 77210-4607

CONTINENTAL AIRLINES REPORTS AUGUST 2002 PERFORMANCE

HOUSTON, Sept. 3, 2002 - Continental Airlines (NYSE: CAL) today reported an August 2002 systemwide mainline jet load factor of 79.1 percent, 1.0 point above last year's August load factor. For August 2002, Continental reported a record August domestic mainline jet load factor of 78.6 percent and an international mainline jet load factor of 79.8 percent.

Continental reported an on-time arrival rate of 83.3 percent and a completion factor of 99.9 percent for its mainline jet operations in August 2002.

In August 2002, Continental flew 5.8 billion mainline jet revenue passenger miles (RPMs) and 7.3 billion mainline jet available seat miles (ASMs) systemwide, resulting in a traffic decrease of 9.5 percent and a capacity decrease of 10.6 percent as compared to August 2001. Domestic mainline jet traffic was 3.4 billion RPMs in August 2002, down 13.0 percent from August 2001, and August 2002 domestic mainline jet capacity was 4.4 billion ASMs, down 14.5 percent from August last year.

Systemwide August 2002 mainline jet passenger revenue per available seat mile (RASM) is estimated to have decreased between 2 and 4 percent compared to August 2001 as a result of lower year-over-year yields, slightly offset by higher load factors. For July 2002, RASM declined 4.0 percent as compared to July 2001.

Consolidated breakeven load factor for September 2002 is estimated to be 87 percent, 9 points higher than August 2002 due to September seasonality. Actual consolidated breakeven load factor may vary significantly from this estimate depending on actual passenger revenue yields, fuel price and other factors. Month-to-date consolidated load factor information can be found on Continental's website at continental.com in the Investor Relations-Financial/Traffic Releases section.

AUGUST 2002 PERFORMANCE/PAGE 2

ExpressJet Airlines, a subsidiary of Continental Airlines doing business as Continental Express, separately reported a record August load factor of 66.4 percent for August 2002, 0.4 points above last year's August load factor. ExpressJet flew 366.6 million RPMs and 551.9 million ASMs in August 2002, resulting in a traffic increase of 6.7 percent and a capacity increase of 6.1 percent versus August 2001.

This press release contains forward-looking statements that are not limited to historical facts, but reflect the Company's current beliefs, expectations or intentions regarding future events. All forward-looking statements involve risks and uncertainties that could cause actual results to differ from those in the forward-looking statements. For examples of such risks and uncertainties, please see the risk factors set forth in the Company's 2001 10-K and its other securities filings, which identify important matters such as terrorist attacks, domestic and international economic conditions, the significant cost of aircraft fuel, labor costs, competition and industry conditions including the demand for air travel, airline pricing environment and industry capacity decisions, regulatory matters and the seasonal nature of the airline business.

AUGUST 2002 PERFORMANCE /PAGE 3

PRELIMINARY TRAFFIC RESULTS

AUGUST	2002	2001	Change
REVENUE PASSENGER MILES (000)			
Domestic	**3,425,400**	**3,939,502**	**(13.0) Percent**
International	**2,332,904**	**2,421,682**	**(3.7) Percent**
Transatlantic	1,103,612	1,055,590	4.5 Percent
Latin America	714,415	777,396	(8.1) Percent
Pacific	514,876	588,696	(12.5) Percent
Total Jet	**5,758,303**	**6,361,185**	**(9.5) Percent**
ExpressJet	**366,578**	**343,513**	**6.7 Percent**
AVAILABLE SEAT MILES (000)			
Domestic	**4,358,739**	**5,099,343**	**(14.5) Percent**
International	**2,923,039**	**3,044,317**	**(4.0) Percent**
Transatlantic	1,333,205	1,322,776	0.8 Percent
Latin America	932,302	969,244	(3.8) Percent
Pacific	657,532	752,296	(12.6) Percent
Total Jet	**7,281,778**	**8,143,659**	**(10.6) Percent**
ExpressJet	**551,865**	**520,172**	**6.1 Percent**
PASSENGER LOAD FACTOR			
Domestic	**78.6 Percent**	**77.3 Percent**	**1.3 Points**
International	**79.8 Percent**	**79.5 Percent**	**0.3 Points**
Transatlantic	82.8 Percent	79.8 Percent	3.0 Points
Latin America	76.6 Percent	80.2 Percent	(3.6) Points
Pacific	78.3 Percent	78.3 Percent	- Points

Total Jet	**79.1 Percent**	**78.1 Percent**	**1.0 Points**
ExpressJet	**66.4 Percent**	**66.0 Percent**	**0.4 Points**

CARGO REVENUE TON MILES (000)

Total	**76,608**	**77,683**	**(1.4) Percent**

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AUGUST 2002 PERFORMANCE/PAGE 4

YEAR-TO-DATE	2002	2001	Change

REVENUE PASSENGER MILES (000)

Domestic	**24,850,344**	**27,629,115**	**(10.1) Percent**
International	**16,129,546**	**17,136,558**	**(5.9) Percent**
Transatlantic	7,130,345	7,564,150	(5.7) Percent
Latin America	5,355,768	5,651,207	(5.2) Percent
Pacific	3,643,433	3,921,201	(7.1) Percent
Total Jet	**40,979,890**	**44,765,673**	**(8.5) Percent**
ExpressJet	**2,567,230**	**2,345,057**	**9.5 Percent**

AVAILABLE SEAT MILES (000)

Domestic	**32,962,873**	**37,504,661**	**(12.1) Percent**
International	**21,021,106**	**22,889,196**	**(8.2) Percent**
Transatlantic	9,018,345	9,809,293	(8.1) Percent
Latin America	7,237,254	7,618,312	(5.0) Percent
Pacific	4,765,507	5,461,591	(12.7) Percent
Total Jet	**53,983,979**	**60,393,857**	**(10.6) Percent**
ExpressJet	**4,046,647**	**3,708,036**	**9.1 Percent**

PASSENGER LOAD FACTOR

Domestic	**75.4 Percent**	**73.7 Percent**	**1.7**	**Points**
International	**76.7 Percent**	**74.9 Percent**	**1.8**	**Points**
Transatlantic	79.1 Percent	77.1 Percent	2.0	Points
Latin America	74.0 Percent	74.2 Percent	(0.2)	Points
Pacific	76.5 Percent	71.8 Percent	4.7	Points
Total Jet	**75.9 Percent**	**74.1 Percent**	**1.8**	**Points**
ExpressJet	**63.4 Percent**	**63.2 Percent**	**0.2**	**Points**

CARGO REVENUE TON MILES (000)

Total	**587,710**	**652,581**	**(9.9)**	**Percent**

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PRELIMINARY OPERATIONAL AND FINANCIAL RESULTS

AUGUST	2002	2001	Change	
On-Time Performance[1]	**83.3%**	**77.7%**	**5.6**	**Points**
Completion Factor[2]	**99.9%**	**99.2%**	**0.7**	**Points**

YEAR-TO-DATE	2002	2001	Change	
On-Time Performance[1]	**84.6%**	**80.9%**	**3.7**	**Points**
Completion Factor[2]	**99.8%**	**98.9%**	**0.9**	**Points**

July 2002 actual consolidated breakeven load factor[3]	**78.2**	**Percent**
August 2002 estimated year-over-year RASM change	**(2-4)**	**Percent**

August 2002 estimated average price per gallon of fuel,   **71 Cents**

        excluding fuel taxes

August 2002 estimated consolidated breakeven load factor[3]   **78.0 Percent**

August 2002 actual consolidated load factor[4]   **78.2 Percent**

September 2002 estimated consolidated breakeven load factor[3]   **87.0 Percent**

1 Department of Transportation Arrivals within 14 minutes

2 System Mileage Completion Percentage

3 Consolidated load factor (including Continental Airlines and Continental Express) needed to breakeven on a

consolidated net income basis

4 Includes Continental Airlines and Continental Express

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