

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):

June 2, 2003

CONTINENTAL AIRLINES, INC.

(Exact name of registrant as specified in its charter)

Delaware	1-10323	74-2099724
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer 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 June 2, 2003, we issued a press release announcing our May performance and our estimated consolidated breakeven load factor for June. 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.

June 2, 2003

By /s/ Jennifer L. Vogel

Jennifer L. Vogel

Vice President, General Counsel

and Secretary

EXHIBIT INDEX

99.1 Press Release



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

OPERATIONAL PERFORMANCE FOR MAY 2003

HOUSTON, June 2, 2003 - Continental Airlines (NYSE: CAL) today reported a May 2003 systemwide mainline jet load factor of 75.9 percent, 2.4 points above last year's May load factor. Continental reported a record May domestic mainline jet load factor of 77.3 percent and an international mainline jet load factor of 73.6 percent for May 2003.

The airline reported excellent operational performance in May, breaking nine of 12 operational records for the month of May. During the month, Continental recorded an on-time arrival rate of 86.7 percent and a systemwide completion factor of 99.9 percent for its mainline jet operations, operating 13 days without a single flight cancellation.

In May 2003, Continental flew 4.8 billion mainline jet revenue passenger miles (RPMs) and 6.4 billion mainline jet available seat miles (ASMs) systemwide, resulting in a traffic decrease of 6.3 percent and a capacity decrease of 9.2 percent as compared to May 2002. Domestic mainline jet traffic was 3.0 billion RPMs in May 2003, down 3.1 percent from May 2002, and May 2003 domestic mainline jet capacity was 3.9 billion ASMs, down 5.7 percent from May 2002.

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CONTINENTAL AIRLINES REPORTS OPERATIONAL PERFORMANCE FOR MAY 2003/Page 2

Systemwide May 2003 mainline jet passenger revenue per available seat mile

(RASM) is estimated to have increased between one and three percent compared to May 2002. For April 2003, RASM decreased 1.1 percent as compared to April 2002.

ExpressJet Airlines, a subsidiary of Continental Airlines doing business as Continental Express, separately reported an all-time record load factor of 70 percent in May 2003, 4.3 points above last year's May load factor. ExpressJet flew 486.4 million RPMs and 695.2 million ASMs in May 2003, resulting in a traffic increase of 41.4 percent and a capacity increase of 32.7 percent versus May 2002.

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 materially 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 2002 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, regulatory matters and industry conditions, including the demand for air travel, the airline pricing environment and industry capacity decisions. The company undertakes no obligation to publicly update or revise any forward-looking statements to reflect events or circumstances that may arise after the date of this press release.

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PRELIMINARY TRAFFIC RESULTS

MAY	2003	2002	Change
REVENUE PASSENGER MILES (000)			
Domestic	3,043,418	3,142,066	(3.1) Percent
International	1,780,525	2,005,028	(11.2) Percent
Transatlantic	835,181	945,266	(11.6) Percent
Latin America	610,685	594,069	2.8 Percent
Pacific	334,659	465,693	(28.1) Percent
Total Jet	4,823,942	5,147,094	(6.3) Percent
ExpressJet	486,351	343,964	41.4 Percent
AVAILABLE SEAT MILES (000)			
Domestic	3,938,078	4,174,584	(5.7) Percent
International	2,418,710	2,824,733	(14.4) Percent
Transatlantic	1,058,519	1,262,333	(16.1) Percent
Latin America	862,485	922,279	(6.5) Percent
Pacific	497,705	640,120	(22.2) Percent
Total Jet	6,356,788	6,999,317	(9.2) Percent

ExpressJet	695,246	523,893	32.7 Percent
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PASSENGER LOAD FACTOR

Domestic	77.3 Percent	75.3 Percent	2.0 Points
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International	73.6 Percent	71.0 Percent	2.6 Points
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Transatlantic	78.9 Percent	74.9 Percent	4.0 Points
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Latin America	70.8 Percent	64.4 Percent	6.4 Points
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Pacific	67.2 Percent	72.8 Percent	(5.6) Points
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Total Jet	75.9 Percent	73.5 Percent	2.4 Points
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ExpressJet	70.0 Percent	65.7 Percent	4.3 Points
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CARGO REVENUE TON MILES (000)

Total	74,943	74,635	0.4 Percent
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PRELIMINARY TRAFFIC RESULTS

YEAR-TO-DATE	2003	2002	Change
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REVENUE PASSENGER MILES (000)

Domestic	13,968,309	14,805,430	(5.7) Percent
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International	8,596,015	9,247,457	(7.0) Percent
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Transatlantic	3,665,721	3,852,849	(4.9) Percent
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Latin America	3,217,541	3,263,741	(1.4) Percent
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Pacific	1,712,753	2,130,867	(19.6) Percent
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Total Jet	22,564,324	24,052,887	(6.2) Percent
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ExpressJet	1,995,247	1,492,199	33.7 Percent
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AVAILABLE SEAT MILES (000)

Domestic	19,070,813	20,156,682	(5.4) Percent
International	12,529,362	12,427,896	0.8 Percent
Transatlantic	5,292,754	5,129,054	3.2 Percent
Latin America	4,514,824	4,472,736	0.9 Percent
Pacific	2,721,784	2,826,106	(3.7) Percent
Total Jet	31,600,175	32,584,578	(3.0) Percent
ExpressJet	3,106,359	2,447,698	26.9 Percent

PASSENGER LOAD FACTOR

Domestic	73.2 Percent	73.5 Percent	(0.3) Points
International	68.6 Percent	74.4 Percent	(5.8) Points
Transatlantic	69.3 Percent	75.1 Percent	(5.8) Points
Latin America	71.3 Percent	73.0 Percent	(1.7) Points
Pacific	62.9 Percent	75.4 Percent	(12.5) Points
Total Jet	71.4 Percent	73.8 Percent	(2.4) Points
ExpressJet	64.2 Percent	61.0 Percent	3.2 Points

CARGO REVENUE TON MILES (000)

Total	383,065	355,359	7.8 Percent
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PRELIMINARY OPERATIONAL AND FINANCIAL RESULTS

MAY	2003	2002	Change
On-Time Performance ¹	86.7%	86.0%	0.7 Points

Completion Factor ²	99.9%	99.9%	- Points
YEAR-TO-DATE	2003	2002	Change
On-Time Performance ¹	84.2%	85.9%	(1.7) Points
Completion Factor ²	99.2%	99.9%	(0.7) Points

April 2003 actual consolidated breakeven load factor³ **78.1 Percent**

May 2003 estimated year-over-year RASM change **1-3 Percent**

May 2003 estimated average price per gallon of fuel,
excluding fuel taxes **81.0 Cents**

May 2003 estimated consolidated breakeven load factor^{3, 5} **56 Percent**

May 2003 actual consolidated load factor⁴ **75.3 Percent**

June 2003 estimated consolidated breakeven load factor³ **75 Percent**

YEAR-OVER-YEAR RASM⁶	2002 vs. 2001	2002 vs. 2000
May	(6.3) Percent	(15.1) Percent
June	(5.5) Percent	(15.5) Percent
July	(4.0) Percent	(13.5) Percent
August	(2.7) Percent	(15.2) Percent
September	10.8 Percent	(17.6) Percent
October	9.3 Percent	(15.7) Percent
November	(1.7) Percent	(18.4) Percent
December	10.1 Percent	(5.7) Percent
	2003 vs. 2002	2003 vs. 2001
January	3.6 Percent	(10.9) Percent
February	(0.4) Percent	(11.3) Percent
March	(11.8) Percent	(17.4) Percent

April

(1.1) Percent

(11.3) Percent

May (estimated)

1-3 Percent

(3-5) 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 break even on a consolidated net income basis. Actual consolidated breakeven load factor may vary significantly from estimates 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.

4 Includes Continental Airlines and Continental Express

5 Security fee reimbursement of \$176 million accounts for 23 percentage points.

6 CAL has been releasing RASM data since May 2001

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