

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): **November 13, 2009**

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

DELAWARE
(State or Other Jurisdiction of Incorporation)

1-10323
(Commission File Number)

74-2099724
(IRS Employer Identification No.)

1600 Smith Street, Dept. HQSEO, Houston, Texas
(Address of Principal Executive Offices)

77002
(Zip Code)

(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))

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On November 13, 2009, the Board of Directors (the "Board") of Continental Airlines, Inc. (the "Company") appointed a new director, Mr. Laurence E. Simmons, to the Company's Board of Directors, after increasing the total number of directors constituting the Board from nine to ten. Mr. Simmons' term will expire at the 2010 annual meeting of the Company's stockholders.

In addition, Mr. Simmons was appointed to the Audit Committee of the Board effective November 13, 2009.

Mr. Simmons will receive the standard compensation for non-management directors, which is described in the section entitled "Corporate Governance – Compensation of Non-Management Directors" in the Company's Annual Proxy Statement on Schedule 14A filed with the Securities and Exchange Commission on April 24, 2009. However, Mr. Simmons did not receive a grant of stock options at the time of his appointment because the Company's incentive compensation plan pursuant to which equity awards are granted expired in October of 2009.

The Company's press release announcing Mr. Simmons' appointment is filed herewith as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

99.1 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.

November 13, 2009

By /s/ Lori A. Gobillot
Lori A. Gobillot
Staff Vice President and Assistant General
Counsel

EXHIBIT INDEX

99.1

Press Release



Contact: Corporate Communications
Houston: 713.324.5080
Email: corpcomm@coair.com
News archive: continental.com/company/news/

Address: P.O. Box 4607, Houston, TX 77210-4607

**CONTINENTAL AIRLINES ANNOUNCES ELECTION
OF LAURENCE E. SIMMONS TO BOARD OF DIRECTORS**

HOUSTON, Nov. 13, 2009 - Continental Airlines (NYSE: CAL) today announced that Laurence E. "L.E." Simmons, president of SCF Partners, has been elected to the airline's board of directors.

Simmons founded SCF Partners in 1989 and for nearly two decades has overseen the investment of more than \$1 billion to build successful energy service and equipment companies. He previously was co-founder and partner of Simmons & Company International.

"We are fortunate to have L.E. join our board," said Larry Kellner, Continental's chairman and chief executive officer. "His financial expertise and knowledge of the energy markets will be of great value to our company."

"I am pleased to join Larry and the other board members in welcoming L.E. to the Continental board of directors," said Jeff Smisek, president and chief operating officer, and chairman and chief executive officer elect. "We look forward to the insights he will bring to our meetings."

Simmons holds an MBA from Harvard University, and attended the London School of Economics and the University of Utah. He currently serves on the board of Zions Bancorporation and formerly served on the board of ExpressJet Holdings, Inc.

In addition, Simmons serves on several civic boards in the Houston area, including Texas Children's Hospital, where he was chairman, and the Sam Houston Area Council for the Boy Scouts of America. He is a trustee of Rice University, serves as chairman of Houston Endowment, Inc., and is on the boards of The Methodist Hospital Research Institute and The Kinkaid School. Simmons also is a member of the Visiting Committee of the Harvard Business School.

Continental Airlines is the world's fifth largest airline. Continental, together with Continental Express and Continental Connection, has more than 2,400 daily departures throughout the Americas, Europe and Asia, serving 130 domestic and 132 international destinations. Continental is a member of Star Alliance, which provides access to more than 900 additional points in 169 countries via 24 other member airlines. With more than 41,000 employees, Continental has hubs serving New York, Houston, Cleveland and Guam, and together with its regional partners, carries approximately 63 million passengers per year.

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