

CONTINENTAL AIRLINES INC /DE/

Form 8-K

November 13, 2009

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