

CONTINENTAL AIRLINES INC /DE/
Form 425
July 20, 2010

Filed by Continental Airlines, Inc.
Pursuant to Rule 425 under the Securities Act of 1933
and deemed filed pursuant to Rule 14a-12
under the Securities Exchange Act of 1934

Subject Company: Continental Airlines, Inc.
Commission File No.: 1-10323

Contacts for Continental:
Media:
Corporate Communications
Phone: (713) 324-5080
E-mail: corpcomm@coair.com

Contacts for United:
Media:
Worldwide Press Office
Phone: (312) 997-8640
Email: media.relations@united.com

UNITED AND CONTINENTAL ANNOUNCE TRANSITION AGREEMENT IN PRINCIPLE WITH THEIR PILOTS

HOUSTON AND CHICAGO, July 20, 2010 – United Airlines (NASDAQ: UAU) and Continental Airlines (NYSE: CAL) today announced they have reached an agreement in principle on a transition and process agreement with the pilots of both companies.

The agreement provides a framework for pilot operations of the two groups until the carriers' operating certificates are combined.

“This is an important step forward that reflects the hard work and collaborative dialogue required to reach this transition agreement that is in the best interest of our new company and our pilots,” said Glenn Tilton, United chairman and chief executive officer, who will serve as non-executive chairman of the merged company.

“We are pleased to have reached this important agreement at such an early stage of the integration planning process, as it is a key first step in building a long-term, productive relationship between the combined company and our pilots,” said Jeff Smisek, Continental's chairman, president and chief executive officer, who will serve as chief executive officer of the combined carrier. “We will continue to focus on working together with all of our work groups to reach agreements that are fair to our employees and fair to the company.”

The companies expect to close the merger in the fourth quarter of 2010.

All forward-looking statements involve significant risks and uncertainties that could cause actual results to differ materially from those in the forward-looking statements, many of which are generally outside the control of Continental and UAL and are difficult to predict. Examples of such risks and uncertainties include, but are not limited to, (1) the possibility that the proposed transaction is delayed or does not close, including due to the failure to receive required stockholder or regulatory approvals, the taking of governmental action (including the passage of legislation) to block the transaction, or the failure of other closing conditions, and (2) the possibility that the expected synergies will not be realized, or will not be realized within the expected time period, because of, among other things, significant volatility in the cost of aircraft fuel, the high leverage and other significant capital commitments of Continental and UAL, the ability to obtain financing and to refinance the combined company's debt, the ability of Continental and UAL to maintain and utilize their respective net operating losses, the impact of labor relations, global economic conditions, fluctuations in exchange rates, competitive actions taken by other airlines, terrorist attacks, natural disasters, difficulties in integrating the two airlines, the willingness of customers to travel by air, actions taken or conditions imposed by the U.S. and foreign governments or other regulatory matters, excessive taxation, further industry consolidation and changes in airlines alliances, the availability and cost of insurance and public health threats.

UAL and Continental caution that the foregoing list of factors is not exclusive. Additional information concerning these and other risk factors is contained in Continental's and UAL's most recently filed Annual Reports on Form 10-K, subsequent Quarterly Reports on Form 10-Q, recent Current Reports on Form 8-K, and other SEC filings. All subsequent written and oral forward-looking statements concerning Continental, UAL, the proposed transaction or other matters and attributable to Continental or UAL or any person acting on their behalf are expressly qualified in their entirety by the cautionary statements above. Neither Continental nor UAL undertakes any obligation to publicly update any of these forward-looking statements to reflect events or circumstances that may arise after the date hereof.

###