

CONTINENTAL AIRLINES INC /DE/
Form 4
February 28, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Caldwell Kirbyjon H

2. Issuer Name and Ticker or Trading Symbol
CONTINENTAL AIRLINES INC /DE/ [CAL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

Director 10% Owner
 Officer (give title below) Other (specify below)

6000 HEATHER BROOK DRIVE

02/27/2007

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

HOUSTON, TX 77085

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Class B Common Stock | 02/27/2007 | | M | | 5,000 A \$ 29.61 | 5,288 | D |
| Class B Common Stock | 02/27/2007 | | M | | 5,000 A \$ 11.61 | 10,288 | D |
| Class B Common Stock | 02/27/2007 | | M | | 5,000 A \$ 13 | 15,288 | D |
| Class B Common | 02/27/2007 | | M | | 5,000 A \$ 23.62 | 20,288 | D |

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| | | | | | | | | |
|----------------------------|------------|---|-------|---|-------------|-----------------------|---|--|
| Stock | | | | | | | | |
| Class B Common Stock | 02/27/2007 | S | 1,300 | D | \$ 38.96 | 18,988 ⁽¹⁾ | D | |
| Class B Common Stock | 02/27/2007 | S | 500 | D | \$ 38.95 | 18,488 | D | |
| Class B Common Stock | 02/27/2007 | S | 600 | D | \$ 38.94 | 17,888 | D | |
| Class B Common Stock | 02/27/2007 | S | 100 | D | \$ 38.92 | 17,788 | D | |
| Class B Common Stock | 02/27/2007 | S | 900 | D | \$ 38.91 | 16,888 | D | |
| Class B Common Stock | 02/27/2007 | S | 2,200 | D | \$ 38.9 | 14,688 | D | |
| Class B Common Stock | 02/27/2007 | S | 700 | D | \$ 38.89 | 13,988 | D | |
| Class B Common Stock | 02/27/2007 | S | 400 | D | \$ 38.88 | 13,588 | D | |
| Class B Common Stock | 02/27/2007 | S | 700 | D | \$ 38.87 | 12,888 | D | |
| Class B Common Stock | 02/27/2007 | S | 2,300 | D | \$ 38.86 | 10,588 | D | |
| Class B Common Stock | 02/27/2007 | S | 1,500 | D | \$ 38.85 | 9,088 | D | |
| Class B Common Stock | 02/27/2007 | S | 1,900 | D | \$ 38.84 | 7,188 | D | |
| Class B Common Stock | 02/27/2007 | S | 1,800 | D | \$ 38.83 | 5,388 | D | |
| Class B Common Stock | 02/27/2007 | S | 100 | D | \$ 38.81 | 5,288 | D | |

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| | | | | | | | | |
|----------------------------|------------|--|---|-------|---|----------|-------|---|
| Class B Common Stock | 02/27/2007 | | S | 100 | D | \$ 38.8 | 5,188 | D |
| Class B Common Stock | 02/27/2007 | | S | 1,500 | D | \$ 38.76 | 3,688 | D |
| Class B Common Stock | 02/27/2007 | | S | 800 | D | \$ 38.75 | 2,888 | D |
| Class B Common Stock | 02/27/2007 | | S | 600 | D | \$ 38.74 | 2,288 | D |
| Class B Common Stock | 02/27/2007 | | S | 500 | D | \$ 38.73 | 1,788 | D |
| Class B Common Stock | 02/27/2007 | | S | 400 | D | \$ 38.72 | 1,388 | D |
| Class B Common Stock | 02/27/2007 | | S | 400 | D | \$ 38.71 | 988 | D |
| Class B Common Stock | 02/27/2007 | | S | 200 | D | \$ 38.7 | 788 | D |
| Class B Common Stock | 02/27/2007 | | S | 300 | D | \$ 38.69 | 488 | D |
| Class B Common Stock | 02/27/2007 | | S | 200 | D | \$ 38.68 | 288 | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. D S (I |
|---|--|---|---|--------------------------------------|--|--|---|-----------------|
|---|--|---|---|--------------------------------------|--|--|---|-----------------|

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(Instr. 3, 4,
and 5)

| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|--|----------|------------|--|------|---|-----|-----|---------------------|--------------------|----------------------------|--|
| Outside Director Option (Right to Buy) | \$ 29.61 | 02/27/2007 | | M | | | | 04/17/2002 | 04/17/2012 | Class B Common Stock | 5,000 |
| Outside Director Option (Right to Buy) | \$ 11.61 | 02/27/2007 | | M | | | | 05/14/2003 | 05/14/2013 | Class B Common Stock | 5,000 |
| Outside Director Option (Right to Buy) | \$ 13 | 02/27/2007 | | M | | | | 03/12/2004 | 03/12/2014 | Class B Common Stock | 5,000 |
| Outside Director Option (Right to Buy) | \$ 23.62 | 02/27/2007 | | M | | | | 06/06/2006 | 06/06/2016 | Class B Common Stock | 5,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Caldwell Kirbyjon H 6000 HEATHER BROOK DRIVE HOUSTON, TX 77085 | X | | | |

Signatures

/s/ Kirbyjon H. Caldwell, by: Sarah E.
Hagy 02/28/2007

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) On February 27, 2007, the reporting person sold a total of 20,000 shares at an average price of \$38.8425. Following such transactions, the reporting person held a total of 288 shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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