Rainey John D Form 3							
April 18, 2012 FORM 3 UNITED STA	SION	OMB APPROVAL					
	Washington, D.C. 20549				3235-010	)4	
INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF				Expires:	January 3 <sup>-</sup> 200		
SECURITIES Estimated average burden hours per response   Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Estimated average burden hours per response   Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 0.5   30(h) of the Investment Company Act of 1940 1940							
(Print or Type Responses)							
1. Name and Address of Reporting Person <u>*</u> Rainey John D	2. Date of Event Requiring Statement (Month/Day/Year)	<sup>g</sup> 3. Issuer Name <b>and</b> Ticker or Trading Symbol United Continental Holdings, Inc. [UAL]					
(Last) (First) (Middle)	04/15/2012	4. Relationship of Reporting Person(s) to Issuer		Amendment, Date Original Month/Day/Year)			
P.O. BOX 66100- HDQLD (Street) CHICAGO, IL 60666		(Check all applicable) <u></u> Director <u></u> 10% Owner <u></u> Officer <u></u> Other (give title below) (specify below) EVP and CFO	6. Indi Filing( _X_ Fo Person	vidual or Join Check Applicat rm filed by One rm filed by Mor	/Group ble Line) Reporting		
(City) (State) (Zip)	Table I - 1	Non-Derivative Securities Be	1	ng Person ally Owned			

2. Amount of Securities

Beneficially Owned

(Instr. 4)

14,088 (1)

3.

Ownership

Direct (D) or Indirect (I) (Instr. 5)

D

SEC 1473 (7-02)

Form:

4. Nature of Indirect Beneficial

Ownership

(Instr. 5)

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1.Title of Security (Instr. 4)

**Common Stock** 

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

> Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

## Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	Derivative Security	Security: Direct (D) or Indirect	

Shares

(I) (Instr. 5)

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
I O	Director	10% Owner	Officer	Other		
Rainey John D P.O. BOX 66100- HDQLD CHICAGO, IL 60666	Â	Â	EVP and CFO	Â		
Signatures						
/s/ Jennifer L. Kraft for John D Rainey		04/18/2	012			
**Signature of Reporting Person		Date				

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes (i) 4,927 restricted shares that vest in two equal installments on February 25, 2013 and February 25, 2014, and (ii) 7,719 restricted shares that vest in three equal annual installments on February 2, 2013, February 2, 2014 and February 2, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.