

CONTINENTAL AIRLINES INC /DE/  
Form DEFA14A  
May 27, 2009

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities  
Exchange Act of 1934 (Amendment No.       )

Filed by the Registrant   
Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement  
 Confidential, for Use of the Commission Only (as permitted by Rule  
14a-6(e)(2))  
 Definitive Proxy Statement  
 Definitive Additional Materials  
 Soliciting Material Pursuant to §240.14a-12

Continental Airlines, Inc.  
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.
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| (1) | Title of each class of securities to which transaction applies:   |
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Amendment to Corporate Governance Guidelines

On May 27, 2009, the Board of Directors (the “Board”) of Continental Airlines, Inc. (the “Company”) adopted and approved amendments to the Company’s Corporate Governance Guidelines to provide that the Company will not provide future non-management Board members with tax reimbursements on post-separation perquisites. A copy of the Company’s Corporate Governance Guidelines as amended is available on the Company’s Internet website at [www.continental.com](http://www.continental.com).