

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):
March 26, 1996

CONTINENTAL AIRLINES, INC.
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	0-09781 (Commission File Number)	74-2099724 (IRS Employer Identification No.)
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2929 Allen Parkway, Suite 2010, Houston, Texas (Address of principal executive offices)	77019 (Zip Code)
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(713) 834-2950
(Registrant's telephone number, including area code)

Item 5. Other Events.

On March 26, 1996, Continental Airlines, Inc. issued a press release announcing that it has closed an offering of \$230 million of 6 3/4% Convertible Subordinated Notes due April 15, 2006.

Attached hereto as Exhibit 99.1, and incorporated herein by reference, is the Company's March 26, 1996 press release.

Item 7. Financial Statements and Exhibits.

(c) Exhibits

99.1 Press Release, dated March 26, 1996.

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.

By /s/ Lawrence W. Kellner
Lawrence W. Kellner
Senior Vice President and
Chief Financial Officer

March 26, 1996

EXHIBIT INDEX

99.1 Press Release, dated March 26, 1996.

CONTINENTAL COMPLETES CONVERTIBLE NOTES OFFERING

March 26, 1996 Houston, Texas: Continental Airlines, Inc. (NYSE: CAI.B and CAI.A) announced today that it has closed its previously announced offering of \$230 million of 6 3/4% Convertible Subordinated Notes due April 15, 2006. The Notes are convertible into Class B common stock of Continental at an initial conversion price of \$60.39 per share. The net proceeds of the offering (approximately \$222.6 million) will be used by the airline to reduce debt and for general corporate purposes.

The Notes have been listed on the Luxembourg Stock Exchange. The securities offered have not been registered under the Securities Act of 1933 and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements.