

Gebo Kate
 Form 3
 December 15, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Gebo Kate | | (Month/Day/Year) | United Continental Holdings, Inc. [UAL] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 12/06/2017 | | |
| P. O. BOX 66100 HDQLD | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) EVP HR and Labor Relations | |
| CHICAGO,Â ILÂ 60666 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 6,975 ⁽¹⁾ | D | Â |
| Common Stock | 9,128 ⁽²⁾ | I | See footnote ⁽²⁾ ⁽³⁾ |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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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 Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
|--|--|---|---|---|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|------------------------|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|------------------|
| Restricted Stock Units | Â (4) | Â (4) | Common Stock | 6,371 | \$ (5) | D | Â |
| Restricted Stock Units | Â (6) | Â (6) | Common Stock | 2,720 | \$ (5) | I | See footnote (3) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Gebo Kate P. O. BOX 66100 HDQLD CHICAGO, IL 60666 | Â | Â | Â EVP HR and Labor Relations | Â |

Signatures

/s/ Sarah Hagy for Kate
Gebo

12/15/2017

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) 1,601 restricted shares of which 950 shares vest on February 28, 2018 and 651 shares vest on February 28, 2019 and (ii) 5,374 shares held in a revocable trust in the name of the reporting person.
- (2) Includes (i) 2,363 restricted shares held by spouse of which 1,506 shares vest on February 28, 2018 and 857 shares vest on February 28, 2019 and (ii) 6,765 shares held in a revocable trust in the name of the spouse of the reporting person.
- (3) By spouse of the reporting person.
- (4) The restricted stock units ("RSUs") vest in three installments of 2,123 RSUs on February 28, 2018, 2,124 RSUs on February 28, 2019, and 2,124 RSUs on February 28, 2020.
- (5) Each RSU represents the economic equivalent of one share of UAL common stock and shall be settled in shares of UAL common stock upon vesting.
- (6) The RSUs vest in three installments of 906 RSUs on February 28, 2018, 907 RSUs on February 28, 2019, and 907 RSUs on February 28, 2020.

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Remarks:

Exhibit List: Exhibit 24 - Authorization and Designation

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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