

Gebo Kate

Form 4

March 04, 2019

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Gebo Kate

2. Issuer Name **and** Ticker or Trading  
Symbol  
United Continental Holdings, Inc.  
[UAL]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
P. O. BOX 66100 HDQLD  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/28/2019

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
EVP HR and Labor Relations

CHICAGO, IL 60666

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

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

(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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/28/2019		F <sup>(1)</sup>	V Amount (D) Price 176 D \$ 87.81	7,627	D	
Common Stock	02/28/2019		F <sup>(2)</sup>	113 D \$ 87.81	7,514	D	
Common Stock	02/28/2019		M <sup>(3)(4)</sup>	2,124 A \$ 0	9,638	D	
Common Stock	02/28/2019		F <sup>(5)</sup>	941 D \$ 87.81	8,697	D	
Common Stock	02/28/2019		M <sup>(3)(6)</sup>	3,092 A \$ 0	11,789	D	

Edgar Filing: Gebo Kate - Form 4

Common Stock	02/28/2019	F <sup>(7)</sup>	1,370	D	\$ 87.81	10,419	D <sup>(12)</sup>	
Common Stock	02/28/2019	F <sup>(8)</sup>	380	D	\$ 87.81	8,584	I	See Footnote <sup>(13)</sup> <sup>(14)</sup>
Common Stock	02/28/2019	F <sup>(9)</sup>	862	D	\$ 87.81	7,722	I	See Footnote <sup>(13)</sup> <sup>(14)</sup>
Common Stock	02/28/2019	M <sup>(3)(10)</sup>	907	A	\$ 0	8,629	I	See Footnote <sup>(13)</sup> <sup>(14)</sup>
Common Stock	02/28/2019	M <sup>(3)(11)</sup>	1,038	A	\$ 0	9,667	I	See Footnote <sup>(13)</sup> <sup>(14)</sup>

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.**

SEC 1474  
(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) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price or Value of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Restricted Stock Units	<sup>(15)</sup>	02/28/2019		M <sup>(3)</sup>	2,124	<sup>(4)</sup>	<sup>(4)</sup>	Common Stock
Restricted Stock Units	<sup>(15)</sup>	02/28/2019		M <sup>(3)</sup>	3,092	<sup>(6)</sup>	<sup>(6)</sup>	Common Stock
Restricted Stock Units	<sup>(15)</sup>	02/28/2019		M <sup>(3)</sup>	907	<sup>(10)</sup>	<sup>(10)</sup>	Common Stock
	<sup>(15)</sup>	02/28/2019		M <sup>(3)</sup>	1,038	<sup>(11)</sup>	<sup>(11)</sup>	

Restricted  
Stock  
Units

Common  
Stock

## Reporting Owners

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

## Signatures

/s/ Sarah Hagy for Kate                      03/01/2019  
Gebo

\_\_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) This transaction represents the withholding of shares to pay tax withholding obligations associated with the vesting of the restricted stock award granted on February 17, 2016.
- (2) This transaction represents the withholding of shares to pay tax withholding obligations associated with the vesting of the restricted stock award granted on November 16, 2016.
- (3) Represents the settlement upon vesting of restricted stock units ("RSUs") into UAL common stock.
- (4) The RSUs were granted on February 23, 2017 and vest in 1/3 annual installments on February 28, 2018, 2019 and 2020.
- (5) This transaction represents the withholding of shares to pay tax withholding obligations associated with the vesting of the RSU award granted on February 23, 2017.
- (6) The RSUs were granted on February 22, 2018 and vest in 1/3 annual installments on February 28, 2019, 2020 and 2021.
- (7) This transaction represents the withholding of shares to pay tax withholding obligations associated with the vesting of the RSU award granted on February 22, 2018.
- (8) This transaction represents the withholding of shares to pay tax withholding obligations associated with the vesting of the restricted stock award granted to the spouse of the reporting person on February 17, 2016.
- (9) This transaction represents the withholding of shares to pay tax withholding obligations associated with the vesting of the RSUs granted to the spouse of the reporting person on February 23, 2017 and February 22, 2018.
- (10) The RSUs were granted to the spouse of the reporting person on February 23, 2017 and vest in 1/3 annual installments on February 28, 2018, 2019 and 2020.
- (11) The RSUs were granted to the spouse of the reporting person on February 22, 2018 and vest in 1/3 annual installments on February 28, 2019, 2020 and 2021.
- (12) Includes 5,374 shares held in a revocable trust in the name of the reporting person.
- (13) By spouse of the reporting person.
- (14) Includes 6,765 shares held in a revocable trust in the name of the spouse of the reporting person.
- (15) Each RSU represents the economic equivalent of one share of UAL common stock and is settled in shares of UAL common stock upon vesting.

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

## Edgar Filing: Gebo Kate - Form 4

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.