
**UNITED STATES
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): May 30, 2008

UAL CORPORATION

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-06033
(Commission File Number)

36-2675207
(IRS Employer
Identification Number)

77 W. Wacker Drive, Chicago, IL 60601
(Address of principal executive offices)

(312) 997-8000
Registrant's telephone number, including area code

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01 Other Events.

On May 30, 2008, UAL Corporation issued the statement attached hereto as exhibit 99.1 to its employees.

Item 9.01 Financial Statements and Exhibits.

| <u>Exhibit No.</u> | <u>Description</u> |
|--------------------|------------------------|
| 99.1 | Statement to Employees |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

UAL CORPORATION

By: /s/ Paul R. Lovejoy
Name: Paul R. Lovejoy
Title: Senior Vice President,
General Counsel and Secretary

Date: May 30, 2008

EXHIBIT INDEX

| <u>Exhibit No.</u> | <u>Description</u> |
|--------------------|------------------------|
| 99.1* | Statement to Employees |

* Filed herewith electronically.

Hi, it's Glenn. It's Friday, the 30th of May, and I am calling from Chicago.

There continues to be much speculation and much written about our company, and what our future plans might be, particularly in an environment of \$130 oil.

We have discussed with our board of directors the actions we need to take in this environment, and the strategic options we might pursue, including a merger. We have long been a proponent of consolidation within our industry as one tool that enables companies to more successfully compete in the global market and better cope with current challenges. After a considered review by our board of directors, United has determined that it will not be pursuing a merger at this time due to issues that could significantly dilute benefits from a transaction.

We are evaluating other options, and will do what is right for United. As we have discussed previously on this call, we stack up well competitively, we benefit from the work we have done to improve our balance sheet, and we have a solid cash position and \$3 billion in unencumbered assets that give us some flexibility in an environment that will continue to be extremely challenging.

The U.S. industry is facing a \$20 billion increase in fuel, and United, at current prices, is looking at a \$3.5 billion increase over last year; it's clear that the status quo is not sustainable. The magnitude of the challenge the industry faces demands unprecedented change. We are already taking significant steps, including grounding 30 aircraft, and reducing mainline domestic capacity by 9 percent by the fourth quarter. That said, we must do more, and that work is under way. We will take the additional steps to size the business appropriately, leverage our capacity discipline to pass on commodity costs to customers and accelerate development of new revenue sources. Further, we are reducing non-fuel costs and our planned capital expenditures to improve free cash flow.

We will be back with you soon with more specifics on next steps.

Our action plan is aggressive, and we remain confident in our ability to put our company in a position to succeed. As always, we will continue to give you the straight facts. That's all for now. I'll be talking to you again next week. Until then, stay focused on our customers and, of course, on one another... and stay united.