

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 8-A  
Amendment No. 1

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR (g) OF THE  
SECURITIES EXCHANGE ACT OF 1934

UAL CORPORATION  
(Exact name of registrant as specified in its charter.)

Delaware  
(State of incorporation or organization)

36-2675207  
(I.R.S. Employer  
Identification No.)

1200 East Algonquin Road  
Elk Grove Township, Illinois  
(Address of Principal Executive Offices)

60007  
(Zip Code)

If this Form relates to the registration of a class of debt securities and is effective upon filing pursuant to General Instruction A(c) (1) please check the following box.

If this Form relates to the registration of a class of debt securities and is to become effective simultaneously with the effectiveness of a concurrent registration statement under the Securities Act of 1933 pursuant to General Instruction A(c) (2) please check the following box.

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered	Name of each exchange on which each class is to be registered
6 3/8% Convertible Subordinated Debentures due 2025	New York Stock Exchange

Securities to be registered pursuant to Section 12(g) of the Act:

NONE

INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 1. Description of Registrant's Securities to be Registered.

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A complete description of the 6 3/8% Convertible Subordinated Debentures due 2025 (the "Debentures"), which are to be registered hereunder is contained under the caption "Description of Debentures" in the Prospectus forming a part of the Company's Form S-4 Registration Statement (No. 33-57579), as amended, filed with the Commission under the Securities Act of 1933 (such Registration Statement is hereinafter referred to as the "Registration Statement"). Such description is incorporated herein by reference.

Item 2. Exhibits.

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A list of exhibits filed herewith or incorporated herein by reference is contained on the Exhibit Index which is incorporated

herein by reference.

SIGNATURES

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this amended registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

UAL CORPORATION

By: /s/ Francesca M. Maher  
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Francesca M. Maher  
Vice President - Law  
and Corporate Secretary

Date: February 28, 1995

EXHIBIT INDEX

Exhibit No. -----	Description -----	Sequential Page No. -----
1	Form of Indenture dated as of April 3, 1995 between the Company and The Bank of New York, as Trustee (Incorporated by reference to Exhibit No. 4.1 to registration statement No. 33-57579).....	
2	Form of Officer's Certificate relating to the Convertible Subordinated Debentures (Incorporated by reference to Exhibit No. 4.2 to registration statement No. 33-57579).....	
3	Form of Debenture (Incorporated by reference to Exhibit No. 4.3 to registration statement No. 33-57579).....	