

Securities and Exchange Commission

Washington, D.C. 20549

FORM 8-A/A

Amendment No. 2

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

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

Delaware

36-2675207

(State or other jurisdiction
of incorporation or organization)

(I.R.S. Employer
Identification No.)

1200 East Algonquin Road
Elk Grove Township, Illinois 60007
(Address of principal executive offices)

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

Title of each class to be registered	Name of each exchange on which each class is to be registered
Common Stock, par value \$.01 per share	New York Stock Exchange Chicago Stock Exchange Pacific Stock Exchange
Depository Shares representing interests in the Registrant's Series B Preferred Stock, without par value	New York Stock Exchange

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(g) of the Act:

None

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No exhibits are filed herewith

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

The Registrant's securities to be registered consist of common stock,
par value \$.01 per share (the "Common Stock"), and the Registrant's
Depository Shares (the "Depository Shares"), each such Depository Share
representing an interest in 1/1000 of a share of the Registrant's Series B
Preferred Stock, without par value. The description of the Common Stock is
set forth under the heading "Description of Capital Stock" in the
Prospectus forming part of the Registrant's registration statement on Form
S-4, as amended (File No. 33-57579).

The description of the Depositary Shares is set forth under the heading "Description of Securities-The Series B Preferred Stock" and "-Depositary Shares" in the Registrant's Prospectus, filed pursuant to Rule 424(b) under the Securities Act of 1933 and forming part of the Registrant's registration statement on Form S-3, as amended (File No. 33-53893)

SIGNATURE

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

UAL CORPORATION

By:/s/ Douglas A. Hacker
Name: Douglas A. Hacker
Title: Senior Vice President
Finance

Date: June 26, 1995