

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): October 1, 2009

UAL CORPORATION

(Exact name of registrant issuer as specified in its charter)

Delaware

(State or other Jurisdiction of  
Incorporation)

001-06033

(Commission File Number)

36-2675207

(IRS Employer Identification No.)

77 W. Wacker Drive, Chicago, IL

(Address of Principal Executive Offices)

60601

(Zip Code)

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

(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))

**Item 7.01 Regulation FD Disclosure.**

On October 1, 2009, UAL Corporation issued a press release announcing the pricing of the offerings of 19,000,000 shares of its common stock, par value \$0.01 per share and \$300,000,000 aggregate principal amount of 6.0% convertible senior notes due 2029.

The information in this Item 7.01, including Exhibit 99.1, is being furnished and shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section and shall not be deemed incorporated by reference into any registration statement or other document filed pursuant to the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01. Financial Statements and Exhibits.**

<b>Exhibit No.</b>	<b>Description</b>
99.1*	Press Release issued October 1, 2009 by UAL Corporation.

---

\* Filed herewith electronically.

**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/ Kathryn A. Mikells  
Name: Kathryn A. Mikells  
Title: Executive Vice President and  
Chief Financial Officer

Date: October 1, 2009

## EXHIBIT INDEX

<b>Exhibit No.</b>	<b>Description</b>
99.1*	Press Release issued October 1, 2009 by UAL Corporation.

---

\* Filed herewith electronically.

**UAL Corporation Announces Pricing of Common Stock and Convertible Senior Notes Offerings**

**CHICAGO, October 1, 2009** — UAL Corporation (NASDAQ: UAUU), the holding company whose primary subsidiary is United Air Lines, Inc., announced today that it has priced its underwritten registered public offerings of common stock and convertible senior notes.

The company announced that it has agreed to sell 19 million shares of its common stock at a public offering price of \$7.24 per share. The company has also granted the underwriters an over-allotment option with respect to an additional 2.85 million shares of its common stock on the same terms and conditions to cover over-allotments, if any.

The company also announced the pricing of \$300 million aggregate principal amount of convertible senior notes due 2029. The company has granted the underwriters an over-allotment option with respect to an additional \$45 million aggregate principal amount of convertible senior notes on the same terms and conditions to cover over-allotments, if any. The convertible senior notes will pay interest semi-annually at an annual rate of 6.0%.

Neither the completion of the convertible senior notes offering nor the completion of the common stock offering will be contingent on the completion of the other. The company estimates that the net proceeds from both offerings will be approximately \$424 million after deducting estimated offering expenses. The company intends to use the net proceeds for general corporate purposes.

J.P. Morgan Securities Inc., Morgan Stanley & Co. Incorporated and Goldman, Sachs & Co. acted as joint book-running managers of both offerings.

This press release does not constitute an offer to sell or a solicitation to buy any securities. A written prospectus for either offering may be obtained, when available, from sales representatives of J.P. Morgan Securities Inc., National Statement Processing, Prospectus Library, 4 Chase Metrotech Center, CS Level, Brooklyn, New York 11245; (718) 242-8002; Morgan Stanley & Co. Incorporated, 180 Varick Street, 2nd Floor, New York, New York 10014, Attention: Prospectus Department (email: prospectus@morganstanley.com); and Goldman, Sachs & Co., Attention: Prospectus Department, 85 Broad Street, New York, New York 10004, telephone (212) 902-1171 or toll-free (866) 471-2526 or by emailing prospectus-ny@ny.email.gs.com.

**About United**

United (NASDAQ: UAUU) operates approximately 3,300\* flights a day on United and United Express to more than 200 U.S. domestic and international destinations from its hubs in Los Angeles, San Francisco, Denver, Chicago and Washington, D.C. With key global air rights in the Asia-Pacific region, Europe and Latin America, United is one of the largest international carriers based in the United States. United also is a founding member of Star Alliance, which provides connections for our customers to 916 destinations in 160 countries worldwide. United's 48,000 employees reside in every U.S. state and in many countries around the world.

---

\* Based on United's forward-looking flight schedule for July 2009 to June 2010.