

SECURITIES AND EXCHANGE COMMISSION

FORM 3/A

[amend]

Filing Date: **2004-02-12** | Period of Report: **2004-02-10**
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ISSUER

UNOCAL CORP

CIK: **716039** | IRS No.: **953825062** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **1311** Crude petroleum & natural gas

Mailing Address
2141 ROSECRANS AVE
STE 4000
EL SEGUNDO CA 90245

Business Address
2141 ROSECRANS AVE
STE 4000
EL SEGUNDO CA 90245
3107267600

REPORTING OWNER

MCCORMICK RICHARD D

CIK: **1017985**
Type: **3/A** | Act: **34** | File No.: **001-08483** | Film No.: **04591466**

Mailing Address
P O BOX 66100 WHQLD
CHICAGO IL 60666

Business Address
P O BOX 66100 WHQLD
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8477004000

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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INITIAL STATEMENT OF 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

1. Name and Address of Reporting Person <u>MCCORMICK RICHARD D</u> (Last) (First) (Middle) <u>3200 CHERRY CREEK S. DRIVE STE 230</u> (Street) <u>DENVER, CO 80209-3245</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 02/10/2004	3. Issuer Name and Ticker or Trading Symbol <u>UNOCAL CORP [UCL]</u>		
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		5. If Amendment, Date Original Filed (Month/Day/Year) 02/10/2004
		6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock \$1.00 Par Value ⁽¹⁾	3,000 ⁽²⁾	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

- Common Stock has attached Preferred Stock Purchase Rights. If and when the Rights become exercisable, the holders would initially be entitled to purchase one one-hundredth of a share of Series B Junior Participating Preferred stock at a purchase price determined pursuant to the Rights Agreement.
- This amendment is filed because the Form 3 filed today failed to include the 3,000 shares directly owned.

Signatures

Paul R. Moore, Asst Secretary, Attorney-In-Fact

** Signature of Reporting Person

02/12/2004

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

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

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 Number.