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UNOCAL CORP Form 8-K March 28, 2002

SECURITIES AND EXCHANGE COMMISSION Washington, DC 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 e	vent reported)	March 27, 2002
UNOCAL CORPORATION		
(Exact name of regist	rant as specified	in its charter)
	Delaware	
(State or Other J	urisdiction of In	corporation)
1-8483	95-382	5062
(Commission File Number)	(I.R.S. Employer	Identification No.)
2141 Rosecrans Avenue, Suite 4000,	El Segundo, Cali	fornia 90245
(Address of Principal Executive Of	fices)	(Zip Code)
(310) 726-7600		
(Registrant's Teleph	one Number, Inclu	ding Area Code)

Item 5. Other Events.

The Rights Agreement, dated as of January 5, 2000, between Unocal Corporation, and Mellon Investor Services LLC, has been amended effective March 27, 2002. The amendment is filed as an exhibit under Item 7(c) of this report.

Item 7. Financial Statements and Exhibits.

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- (c) Exhibits
- 10 Amendment to Rights Agreement, dated as of March 27, 2002, between Unocal Corporation and Mellon Investor Services LLC.

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, thereunto duly authorized.

UNOCAL CORPORATION
----(Registrant)

Date: March 28, 2002 By: /s/ JOE D. CECIL

Joe D. Cecil

Vice President and Comptroller