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UNOCAL CORP Form 8-K August 02, 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 event reported) August 2, 2002

UNOCAL CORPORATION

(Exact name of registrant as specified in its charter)

Delaware _____

(State or Other Jurisdiction of Incorporation)

1-8483

95-3825062

_____ (Commission File Number)

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

2141 Rosecrans Avenue, Suite 4000, El Segundo, California 90245 _____

(Address of Principal Executive Offices)

(Zip Code)

(310) 726-7600 _____

(Registrant's Telephone Number, Including Area Code)

Item 5. Other Events

The Rights Agreement, dated as of January 5, 2000, between Unocal Corporation, and Mellon Investor Services LLC, as amended as of March 27, 2002, has been further amended effective as of August 2, 2002. The further amendment is filed as an exhibit under Item 7(c) of this report.

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Item 7. Financial Statements and Exhibits

- (c) Exhibits
- 10 Amendment No. 2 to Rights Agreement, dated as of August 2, 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: August 2, 2002

By: /s/ DENNIS P. R. CODON

Dennis P. R. Codon Senior Vice President General Counsel and Chief Legal Officer

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