

Atkinson Graham W  
Form 3  
December 11, 2009

**FORM 3 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

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Atkinson Graham W</p> <p>(Last) (First) (Middle)</p> <p>P.O. BOX 66100 - HDQLD</p> <p>(Street)</p> <p>CHICAGO, IL 60666</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>12/03/2009</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>UAL CORP /DE/ [UAUA]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (give title below) (specify below) EVP-President Mileage Plus UA</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**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	37,672	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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 control number.**

**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	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable      Expiration Date	Title                      Amount or Number of			

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				Shares		(I) (Instr. 5)	
Option (Right to Buy)	Â (1)	02/01/2016	Common Stock	21,804	\$ 34.18	D	Â
Option (Right to Buy)	Â (1)	02/01/2016	Common Stock	21,805	\$ 35.65	D	Â
Option (Right to Buy)	Â (1)	02/01/2016	Common Stock	21,805	\$ 35.91	D	Â
Option (Right to Buy)	Â (2)	02/01/2016	Common Stock	43,750	\$ 34.55	D	Â
Option (Right to Buy)	Â (3)	03/31/2019	Common Stock	38,700	\$ 4.86	D	Â
Restricted Stock Units	Â (4)	Â (4)	Common Stock	25,800	\$ (5)	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Atkinson Graham W P.O. BOX 66100 - HDQLD CHICAGO, IL 60666	Â	Â	Â	EVP-President Mileage Plus UA

## Signatures

/s/ Lydia J. Mathas for Graham W. 12/11/2009  
Atkinson

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) The option award vests in five equal installments on August 1, 2006, February 1, 2007, February 1, 2008, February 1, 2009 and February 1, 2010.
- (2) The option award vests in four equal annual installments beginning on February 1, 2007.
- (3) The option award vests in three equal annual installments beginning on April 1, 2010.
- (4) The restricted stock units vest in three equal annual installments beginning on April 1, 2010.
- (5) Each restricted stock unit represents the economic equivalent of one share of UAL common stock and may be settled in cash or common stock upon vesting at the sole discretion of the Human Resources Subcommittee of the UAL Board of Directors.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.