

WILLIAMSON CHARLES R
Form 4
August 12, 2005

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN 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)

1. Name and Address of Reporting Person *
WILLIAMSON CHARLES R

(Last) (First) (Middle)
643 SOUTH IRENA AVENUE
(Street)

REDONDO BEACH, CA 90277

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
UNOCAL CORP [UCL]

3. Date of Earliest Transaction
(Month/Day/Year)
08/10/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock / \$1.00 Par Value ⁽¹⁾	08/10/2005		D		107,373	D	<u>(2)</u> 0
Common Stock / \$1.00 Par Value ⁽¹⁾	08/10/2005		A		308.95	A	<u>(3)</u> 8,838.255
Common Stock / \$1.00 Par Value ⁽¹⁾	08/10/2005		D		8,838.255	D	<u>(4)</u> 0
						I	Unocal Savings Plan
						I	Unocal Savings Plan

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Common Stock / \$1.00 Par Value ⁽¹⁾	08/10/2005	D	26,373	D	<u>(5)</u>	0	I	Williamson Family Tr. 1/18/95
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option / (Right To Buy)	\$ 29.6875	08/10/2005		D	5,548	<u>(7)</u>	03/29/2003	Common Stock / \$1.00 Par Value ⁽¹⁾	5,548
Option / (Right to Buy)	\$ 32.8125	08/10/2005		D	8,000	<u>(8)</u>	03/25/2006	Common Stock / \$1.00 Par Value ⁽¹⁾	8,000
Option / (Right to Buy)	\$ 38.8125	08/10/2005		D	11,600	<u>(9)</u>	03/24/2007	Common Stock / \$1.00 Par Value ⁽¹⁾	11,600
Stock Option / (Right to Buy)	\$ 35.25	08/10/2005		D	100,000	<u>(10)</u>	12/04/2010	Common Stock / \$1.00 Par Value ⁽¹⁾	100,000
Stock Option / (Right to Buy)	\$ 35.355	08/10/2005		D	450,000	<u>(11)</u>	07/27/2011	Common Stock / \$1.00 Par Value ⁽¹⁾	450,000
Option / (Right to Buy)	\$ 49.305	08/10/2005		D	113,475	<u>(12)</u>	02/08/2015	Common Stock / \$1.00 Par Value ⁽¹⁾	113,475

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The option was originally scheduled to become exercisable in three equal installments on 2/8/2006, 2/8/2007 and 2/8/2008. The entire option became exercisable upon the effectiveness of the merger August 10, 2005.

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