Edgar Filing: TILTON GLENN F - Form 4

| TILTON GLENN Form 4 | | | | | | | | | | |
|--|---|---------------------|------------|---|--|---|--|---|----------------------------|----------------|
| November 02, 201 | | | | | | | | | APPROVA | L |
| | UNITED | STATES | | RITIES A shington, | | | COMMISSIO | N OMB Number: | | |
| Check this box if no longer | | | | | | | | Expires: | Januar | ry 31, 2005 |
| subject to Section 16. Form 4 or Form 5 | | | | SECUR | RITIES | | WNERSHIP OF | Estimate burden h response | d average ours per | 0.5 |
| abligations | - | a) of the l | Public U | tility Hole | ding Con | | nge Act of 1934, of 1935 or Secti 940 | | | |
| (Print or Type Respons | ses) | | | | | | | | | |
| 1. Name and Address TILTON GLENN | | Person [*] | Symbol | er Name and Continent | | - | 5. Relationship Issuer | | | |
| | | | [UAL] | | | 0., | (Ch | eck all applica | ble) | |
| (Last) (F P.O. BOX 66100 | , , | Middle) | | of Earliest Tr Day/Year) 2011 | ransaction | | XDirector Officer (give below) | | 0% Owner Other (specify | |
| (St CHICAGO, IL 60 | (Street) 4. If Amendment, Date C Filed(Month/Day/Year) | | - | 1 | Applicable Line) _X_ Form filed by Form filed by | y One Reporting | oint/Group Filing(Check Dne Reporting Person fore than One Reporting | | | |
| | | (7:) | | | | | Person | | | |
| (City) (Si | tate) | (Zip) | Tab | le I - Non-I | Derivative | Securities A | cquired, Disposed | of, or Benefic | ially Owned | 1 |
| | isaction Date n/Day/Year) | | Date, if | 3. Transaction Code (Instr. 8) Code V | Disposed (Instr. 3, 4 | (A) or of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirec (I) (Instr. 4) | Indirect | ıl |
| Reminder: Report on a | a separate line | e for each cl | ass of sec | urities benef | icially own | ned directly of | or indirectly. | | | |
| | | | | | inforn requir | nation cont ed to respo ys a currei | pond to the colle ained in this form ond unless the fo ntly valid OMB co | n are not orm | SEC 1474 (9-02) | |

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number | 6. Date Exercisable and | 7. Title and Amount of | 8. Pr |
|-------------|-------------|---------------------|--------------------|------------|-----------------|-------------------------|------------------------|-------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onof Derivative | Expiration Date | Underlying Securities | Deriv |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) | Secu |

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| (Instr. 3) | Price of Derivative Security | | (Month/Day/Year) | (Instr. 8 | 8) | Acquired (A) or Disposed (D) (Instr. 3, and 5) | d of | | | | | (Inst |
|------------------------------|------------------------------------|------------|------------------|-----------|----|---|------|---------------------|--------------------|-----------------|--|-------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Restricted Stock Units | <u>(1)</u> | 10/31/2011 | | А | | 7,763 | | (2) | (2) | Common Stock | 7,763 | \$ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|------------|---------|-------|--|--|--|
| reporting of the read of | Director | 10% Owner | Officer | Other | | | |
| TILTON GLENN F P.O. BOX 66100 - HDQLD CHICAGO, IL 60666 | Х | | | | | | |
| Signatures | | | | | | | |
| /s/ Sarah Hagy for Glenn F. Tilton | | 11/02/2011 | | | | | |
| <u>**</u> Signature of Reporting Person | | Date | | | | | |

Explanation of Responses:

- * 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).
- (1) Each restricted stock unit represents the economic equivalent of one share of common stock, and may be settled in cash or common stock upon vesting at the sole discretion of the Nominating/Governance Committee of the Board of Directors.

The restricted stock unit award will fully vest upon the earliest of (a) the first anniversary of the grant date, (b) termination of Mr. Tilton's (2) service as Chairman of the Board of Directors due to his death, disability or removal without cause and (c) Mr. Tilton's retirement as Chairman of the Board of Directors with the consent of the 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.