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Form 424B3
July 25, 2001

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Rule 424(b)(3)
File No. 33-63719

Supplement to the Unocal Corporation
Dividend Reinvestment and Common Stock Purchase Plan
Prospectus dated August 2, 1999

Mellon Bank, N.A., has succeeded to The Chase Manhattan Bank as the administrator for the Dividend Reinvestment and Common Stock Purchase Plan. Therefore, all references to The Chase Manhattan Bank in the Prospectus are changed to Mellon Bank.

As a result of a change in its ownership, ChaseMellon Shareholder Services, L.L.C. has changed its name to Mellon Investor Services LLC. Therefore, all references to ChaseMellon Shareholder Services acting in various capacities described in the Prospectus are changed to Mellon Investor Services.

The paragraph commencing at the bottom of page 5 of the Prospectus is deleted.

Mellon Investor Services is also the Rights Agent under a Rights Agreement dated January 29, 2000, which replaced the Rights Agreement dated January 29, 1990, formerly referred to in the paragraph commencing at the bottom of page 5 of the Prospectus.

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