CHEVRON CORP Form 4

May 30, 2008

# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

30(h) of the Investment Company Act of 1940

2005 Estimated average burden hours per response... 0.5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

Issuer

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

**OMB APPROVAL** 

3235-0287

January 31,

OMB

Number:

Expires:

Form 4 or Form 5 obligations may continue.

Check this box

if no longer

subject to

Section 16.

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section See Instruction 1(b).

(Print or Type Responses)

(Last)

(City)

1. Name and Address of Reporting Pe	rson
EATON ROBERT I	

2. Issuer Name and Ticker or Trading Symbol

CHEVRON CORP [CVX]

3. Date of Earliest Transaction

1000 CHRYSLER DRIVE, CIMS:

(Zip)

(Middle)

(Month/Day/Year) 05/28/2008

X\_ Director 10% Owner Officer (give title Other (specify below)

5. Relationship of Reporting Person(s) to

(Check all applicable)

480-01-01

(First)

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

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

#### **AUBURN HILLS, MI 48326-2766**

(State)

1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of TransactionAcquired (A) or Security (Month/Day/Year) Execution Date, if Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A)

Transaction(s) or (Instr. 3 and 4) Code Amount (D) Price

1,747 Common 05/28/2008 \$0 A 25,776 <sup>(2)</sup> D (1) Stock

Common By family  $22.080^{(3)}$ I Stock trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

### Edgar Filing: CHEVRON CORP - Form 4

# 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. Transactio Code (Instr. 8)	5. Number some 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 A Underlying S (Instr. 3 and 4	Secu
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	An or No of Sh
Non-Qualified Stock Option (Right to Buy)	\$ 100.42	05/28/2008		A	6,555	05/28/2009(5)	05/28/2018	Common Stock	6

### **Reporting Owners**

Reporting Owner Name / Address	Relationships				
· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other	
EATON ROBERT J 1000 CHRYSLER DRIVE CIMS: 480-01-01 AUBURN HILLS, MI 48326-2766	X				

# **Signatures**

Christopher A. Butner on behalf of Robert J. Eaton 05/30/2008

\*\*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) This number represents stock units paid under the Non-Employee Directors' Equity Compensation and Deferral Plan.
- (2) This number includes the acquisition of 638 shares from dividend equivalent accruals under the Non-Employee Directors' Equity Compensation and Deferral Plan and the reinvestment of dividends since April 26, 2007.
- Includes 19,000 shares that were initially reported on May 11, 2005, and were inadvertently reported as directly held instead of indirectly (3) held through a family trust. This number also includes 3,080 shares that were previously indirectly held through Mr. Eaton's wife and are now indirectly held through the family trust.
- (4) Stock options granted in lieu of the annual cash retainer at the Director's election.
- (5) The option vests as follows: fifty percent on November 28, 2008 and the remaining fifty percent on May 28, 2009.

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.

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