

Yarrington Patricia E  
 Form 4  
 September 03, 2009

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
 Yarrington Patricia E

(Last) (First) (Middle)  
 6001 BOLLINGER CANYON ROAD  
 (Street)

SAN RAMON, CA 94583

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 CHEVRON CORP [CVX]

3. Date of Earliest Transaction (Month/Day/Year)  
 06/04/2009

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)  
 VP & Chief Financial Officer

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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |     |       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
|                                 |                                      |  |                                | (A) or (D)  | Code  | V  | Amount                            | (D) | Price |

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

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

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| (Instr. 3)                  | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4,<br>and 5) |     |     |                     |                    |                 |  |            |
|-----------------------------|------------------------------------|------------------|------------|---|-----|-----|---------------------|--------------------|-----------------|--|------------|
|                             |                                    |                  | Code       | V   | (A) | (D) | Date<br>Exercisable | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of<br>Shares | (Instr. 5) |
| Phantom<br>Stock <u>(1)</u> | \$ 0 <u>(2)</u>                    | 06/04/2009       | I          |   | 172 |     | <u>(1)</u>          | <u>(1)</u>         | Common<br>Stock | 172                                    | \$ 69.9    |
| Phantom<br>Stock <u>(1)</u> | \$ 0 <u>(2)</u>                    | 06/19/2009       | I          |   | 176 |     | <u>(1)</u>          | <u>(1)</u>         | Common<br>Stock | 176                                    | \$ 68.0    |
| Phantom<br>Stock <u>(1)</u> | \$ 0 <u>(2)</u>                    | 07/07/2009       | I          |   | 191 |     | <u>(1)</u>          | <u>(1)</u>         | Common<br>Stock | 191                                    | \$ 62.7    |
| Phantom<br>Stock <u>(1)</u> | \$ 0 <u>(2)</u>                    | 07/21/2009       | I          |   | 181 |     | <u>(1)</u>          | <u>(1)</u>         | Common<br>Stock | 181                                    | \$ 66.2    |
| Phantom<br>Stock <u>(1)</u> | \$ 0 <u>(2)</u>                    | 08/06/2009       | I          |   | 173 |     | <u>(1)</u>          | <u>(1)</u>         | Common<br>Stock | 173                                    | \$ 69.2    |
| Phantom<br>Stock <u>(1)</u> | \$ 0 <u>(2)</u>                    | 08/20/2009       | I          |   | 175 |     | <u>(1)</u>          | <u>(1)</u>         | Common<br>Stock | 175                                    | \$ 68.5    |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                              |       |
|--|---------------|-----------|------------------------------|-------|
|  | Director      | 10% Owner | Officer                      | Other |
| Yarrington Patricia E<br>6001 BOLLINGER CANYON ROAD<br>SAN RAMON, CA 94583 |               |           | VP & Chief Financial Officer |       |

## Signatures

|  |            |
|--|------------|
| Christopher A. Butner on behalf of Patricia E.<br>Yarrington | 09/03/2009 |
| **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) The shares of phantom stock issued under the Chevron Deferred Compensation Plan for Management Employees II become payable in common stock upon the reporting person's termination of service.
- (2) 1-for-1

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.