Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Washington, D.C. 20043

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  DENHAM ROBERT E						2. Issuer Name <b>and</b> Ticker or Trading Symbol  CHEVRON CORP [ CVX ]								elationship c eck all applic X Directo	able) r	g Pers	on(s) to Issu 10% Ow		
(Last) (First) (Middle) MUNGER, TOLLES & OLSON LLP						3. Date of Earliest Transaction (Month/Day/Year) 05/31/2017								Officer (give title Other (specify below) below)					
355 SOUTH GRAND AVENUE, 35TH FL.						4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) LOS ANGELES CA 90071					_									X Form filed by One Reporting Person  Form filed by More than One Reporting  Person					
(City) (State) (Zip)																			
		Tal	ble I - No	n-Deri	ivativ	e Se	curitie	s Ac	quired, [	Disp	osed o	f, or Be	neficiall	y Owned					
1. Title of Security (Instr. 3)  2. Transa Date (Month/D							2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5)			5. Amour Securitie Beneficia Owned F Reported	s ally ollowing	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	Transact	Transaction(s) (Instr. 3 and 4)			iiisti. 4)	
Common Stock 05/31						/2017		A		2,162 <sup>(</sup>	2,162 <sup>(1)</sup> A		49,2	49,279 <sup>(2)</sup>		D			
			Table II -						uired, Di s, options					Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution I if any (Month/Day	Date,	Code (Ins				6. Date Exercisal Expiration Date (Month/Day/Year			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s lly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisable		xpiration ate	Title	Amount or Number of Shares						
Non- Qualified Stock Option (Right to	\$103.48	05/31/2017			A		11,169		05/31/2018 <sup>(</sup>	(4)	05/31/2027	Common Stock	11,169	\$0	11,16	9	D		

## **Explanation of Responses:**

- 1. This number represents stock units issued under the Chevron Corporation Non-Employee Directors' Equity Compensation and Deferral Plan.
- 2. This number includes the acquisition of dividend equivalent accruals on stock units and the acquisition of stock resulting from the reinvestment of dividends on restricted stock (1,564 shares) issued under the Chevron Corporation Non-Employee Directors' Equity Compensation and Deferral Plan.
- 3. Stock option granted in lieu of the annual cash retainer at the Director's election
- 4. The option vests as follows: 50 percent on November 30, 2017 and the remaining 50 percent on the earlier of the last day of the Annual Compensation Cycle to which the grant relates or May 31, 2018.

<u>Christine L. Cavallo, Attorney-in-Fact for Robert E. Denham</u>

06/02/2017

\*\* Signature of Reporting Person

Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.