SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

OMB APPROVAL OMB Number: 3235-0287

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	hours per response:	0.5
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			of becault be(if) of the investment company , for of 1040							
1. Name and Addr	1 0		2. Issuer Name and Ticker or Trading Symbol <u>CHEVRON CORP</u> [CVX]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>HERNANDEZ ENRIQUE JR</u>				X	Director	10% Owner				
P				-	Officer (give title	Other (specify				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/30/2012		below)	below)				
INTER-CON S	SECURITY S	YSTEMS, INC.	05/50/2012							
210 SOUTH DE LACEY AVENUE				_						
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	6. Individual or Joint/Group Filing (Check Applicab Line)					
(Street)				X	Form filed by One Re	porting Person				
PASADENA	CA	91105			Form filed by More the Person	an One Reporting				
(Citv)	(State)	(Zip)								

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.4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)8)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code	v	Amount	nt (A) or Pric		Transaction(s) (Instr. 3 and 4)		(1130. 4)
Common Stock	05/30/2012		A		1,835(1)	A	\$ <mark>0</mark>	10,574 ⁽²⁾	D	
Common Stock								1,220	I	by Hernandez Family Trust

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(-3),														
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. Transa Code (8)				6. Date Exercisable and 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. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Qualified Stock Option (Right to Buy) ⁽³⁾	\$97.63	05/30/2012		A		5,805		05/30/2013 ⁽⁴⁾	05/30/2022	Common Stock	5,805	\$0	5,805	D	

Explanation of Responses:

1. This number represents stock units issued under the Non-Employee Directors' Equity Compensation and Deferral Plan.

2. This number includes the acquisition of dividend equivalent accruals on stock units (254 shares) issued under the 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, 2012 and the remaining 50 percent on the earlier of the last day of the Annual Compensation Cycle to which the grant relates or May 30, 2013.

Chris	<u>copher A. Butner on</u>	
	f of Enrique Hernandez	Ζ,
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<u>Jr.</u>

** Signature of Reporting Person Date

05/31/2012

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

 \ast 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.