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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON D.C. 20549

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FORM 8-K

CURRENT REPORT  
Pursuant to Section 13 or 15 (d) of  
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported):  
July 1, 1998

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TEXACO INC.  
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	1-27 (Commission File Number)	74-1383447 (I.R.S. Employer Identification Number)
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2000 Westchester Avenue, White Plains, New York (Address of principal executive offices)	10650 (Zip Code)
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(914) 253-4000

(Registrant's telephone number, including area code)

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Item 5. Other Events

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1. Texaco Inc., Shell Oil Company and Saudi Aramco announced the formation and operational start-up, effective July 1, 1998, of Motiva Enterprises LLC, a joint venture combining major elements of the three companies' eastern and Gulf Coast U.S. refining and marketing businesses. Shell has 35 percent ownership and Texaco and Saudi Refining, Inc., a corporate affiliate of Saudi Aramco, each have 32.5 percent ownership of the company.

In this connection, on July 1, 1998, the Registrant issued a Press Release entitled "Texaco, Shell and Saudi Aramco Announce Formation and Operational Start Up of Motiva Enterprises," a copy of which is attached hereto as Exhibit 99.1 and made a part hereof.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

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(c) Exhibits

- 99.1 Press Release issued by the Registrant dated July 1, 1998, entitled "Texaco, Shell and Saudi Aramco Announce Formation and Operational Start Up of Motiva Enterprises."



SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TEXACO INC.

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(Registrant)

By: R. E. KOCH

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(Assistant Secretary)

Date: July 1, 1998

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TEXACO, SHELL AND SAUDI ARAMCO ANNOUNCE  
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FORMATION AND OPERATIONAL START-UP OF MOTIVA ENTERPRISES  
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FOR IMMEDIATE RELEASE: WEDNESDAY, JULY 1, 1998.  
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WHITE PLAINS, N.Y., July 1 -- Texaco Inc., Shell Oil Company and Saudi Aramco today announced the formation and operational start-up of Motiva Enterprises LLC, a joint venture combining major elements of the three companies' eastern and Gulf Coast U.S. refining and marketing businesses. Shell has 35 percent ownership and Texaco and Saudi Refining, Inc., a corporate affiliate of Saudi Aramco, each have 32.5 percent ownership of the company.

Motiva Enterprises LLC, headquartered in Houston, will market under the Texaco and Shell brands. L. Wilson Berry, formerly President of Texaco Refining and Marketing Inc., is President and Chief Executive Officer of Motiva Enterprises.

In January 1998, Texaco and Shell announced the formation and operational start-up of a separate joint venture under the name Equilon Enterprises LLC. Equilon Enterprises combines the major elements of Texaco's and Shell's western and Midwestern U.S. refining and marketing businesses and their nationwide transportation and lubricants businesses. Texaco has a 44 percent ownership in Equilon Enterprises and Shell owns 56 percent of the company.

In addition to Motiva Enterprises, the companies also announced the formation of two jointly owned units that will support the operations of both Motiva Enterprises and Equilon Enterprises. Equiva Services LLC will provide administrative support services to the joint venture companies, while Equiva Trading Company will function as the companies' trading unit.

Seth L. Sharr, formerly President and CEO of Star Enterprise, the refining and marketing joint venture between subsidiaries of Texaco and Saudi Aramco, will be President of Equiva Services LLC. Arthur A. Nicoletti, formerly President of Texaco Trading and Transportation Inc., will serve as President of Equiva Trading Company.

Both units will be based in Houston.

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The exploration, production and chemical businesses of Shell, Texaco and Saudi Aramco are not included in either of the alliances.

Texaco Inc. is based in White Plains, N.Y. Shell Oil Company is a Houston-based affiliate of the Royal Dutch/Shell Group of Companies. Saudi Aramco is the state-owned oil company of the Kingdom of Saudi Arabia. The company's U.S. corporate affiliate Saudi Refining, Inc. is based in Houston.

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For more information contact:	Shell Oil Company	
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	Texaco	
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