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

| OWR APPRC | JVAL |
|------------------------|-----------|
| OMB Number: | 3235-0287 |
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| hours per response: | 0.5 |

| | | | 2. Issuer Name and Ticker or Trading Symbol <u>CHEVRON CORP</u> [CVX] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | | |
|------------------------|----------------------|--------------------|--|-------------------|--|-----------------------|--|--|--|
| | (=: .) | | 3. Date of Earliest Transaction (Month/Day/Year) | X | Officer (give title below) | Other (specify below) | | | |
| (Last) 6001 BOLLINC | (First) GER CANYO | (Middle) N ROAD | 08/01/2017 | | Executive Vice President | | | | |
| (Street) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | vidual or Joint/Group Fili | ng (Check Applicable | | | |
| SAN RAMON | CA | 94583 | | X | Form filed by One Re | porting Person | | | |
| (City) | (State) | (Zip) | — | | Form filed by More th Person | an One Reporting | | | |

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. Transa Code (8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 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 (A) or (D) | | Price | Transaction(s) (Instr. 3 and 4) | | (11311.4) |
| Common Stock | 08/01/2017 | | М | | 11,000 | A | \$84.96 | 11,000 | D | |
| Common Stock | 08/01/2017 | | S | | 11,000 | D | \$ 110.5933 ⁽¹⁾ | 0 | D | |
| Common Stock | 08/02/2017 | | М | | 20,000 | A | \$84.96 | 20,000 | D | |
| Common Stock | 08/02/2017 | | S | | 20,000 | D | \$110.7295 ⁽²⁾ | 0 | D | |
| Common Stock | | | | | | | | 4,603 ⁽³⁾ | Ι | by 401(k) plan |
| Common Stock | | | | | | | | 11,552 ⁽⁴⁾ | Ι | by JWJ Revocable Trust |
| Common Stock | | | | | | | | 1,000 | I | by Spouse Revocable Trust |

 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. Transa Code (8) | | of Deri Sec Acq (A) o Disp of (I | umber vative urities uired or oosed O) (Instr. and 5) | 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) | \$84.96 | 08/01/2017 | | М | | | 11,000 | (5) | 03/26/2018 | Common Stock | 11,000 | \$0 | 20,000 | D | |
| Non- Qualified Stock Option (Right to Buy) | \$84.96 | 08/02/2017 | | М | | | 20,000 | (5) | 03/26/2018 | Common Stock | 20,000 | \$0 | 0 | D | |

Explanation of Responses:

1. This transaction was executed in multiple trades at prices ranging from \$110.52 to \$110.625. The price reported above reflects the weighted-average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.

2. This transaction was executed in multiple trades at prices ranging from \$110.60 to \$110.90. The price reported above reflects the weighted-average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.

3. Between August 11, 2016 and August 1, 2017, the reporting person acquired 177 shares of Chevron Corporation common stock under the Chevron Employee Savings Investment Plan, a 401(k) plan. 4. Includes 2,055 shares previously directly owned, which are now indirectly owned by the James W. Johnson Revocable Trust.

4. includes 2,055 shares previously directly owned, which are now indirectly owned by the James W. Johnson Revocable Trust.

5. Option granted 3/26/2008. One-third of the shares subject to the option vested on each of the first, second and third anniversaries of the date of grant.

<u>/s/ Christine L. Cavallo,</u> <u>Attorney-in-Fact for James</u> <u>William Johnson</u>

08/03/2017

** 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.