

**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* <b>BETHANCOURT JOHN E</b> <hr/> (Last) (First) (Middle) <b>6001 BOLLINGER CANYON ROAD</b> <hr/> (Street) <b>SAN RAMON CA 94583</b> <hr/> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <b>CHEVRON CORP [ CVX ]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ <b>Executive Vice President</b>		
			3. Date of Earliest Transaction (Month/Day/Year) <b>08/12/2005</b>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
			4. If Amendment, Date of Original Filed (Month/Day/Year)					

**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 Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	08/12/2005		M		3,727	A	\$56.26	64,374 <sup>(1)</sup>	D	
Common Stock	08/12/2005		M		22,366	A	\$45.5228	86,740	D	
Common Stock	08/12/2005		M		19,976	A	\$45.9643	106,716	D	
Common Stock	08/12/2005		M		10,495	A	\$48.815	117,211	D	
Common Stock	08/12/2005		F		48,931	D	\$62.57	68,280	D	
Common Stock								29,702 <sup>(2)</sup>	I	by 401(k) plan
Common Stock								1,310	I	by Children

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 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)	\$56.26	08/12/2005		M			3,727	08/07/2005	06/28/2006	Common Stock	3,727	(4)	0	D	
Non-Qualified Stock Option (right to buy)	\$45.5228 <sup>(3)</sup>	08/12/2005		M			22,366 <sup>(3)</sup>	06/22/2001	06/22/2011	Common Stock	22,366 <sup>(3)</sup>	(4)	0	D	
Non-Qualified Stock Option (right to buy)	\$45.9643 <sup>(3)</sup>	08/12/2005		M			19,976 <sup>(3)</sup>	06/26/2001	06/23/2010	Common Stock	19,976 <sup>(3)</sup>	(4)	0	D	
Non-Qualified Stock Option (right to buy)	\$48.815 <sup>(3)</sup>	08/12/2005		M			1,976 <sup>(3)</sup>	02/05/2005	07/01/2007	Common Stock	1,976 <sup>(3)</sup>	(4)	0	D	
Non-Qualified Stock Option (right to buy)	\$48.815 <sup>(3)</sup>	08/12/2005		M			8,519 <sup>(3)</sup>	02/05/2005	06/25/2009	Common Stock	8,519 <sup>(3)</sup>	(4)	1,141	D	
Non-Qualified Stock Option (right to buy)	\$62.57	08/12/2005		A			3,524	02/12/2006	06/28/2006	Common Stock	3,524	\$0	3,524	D	

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 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)	\$62.57	08/12/2005		A		19,061		02/12/2006	06/22/2011	Common Stock	19,061	\$0	19,061	D	
Non-Qualified Stock Option (right to buy)	\$62.57	08/12/2005		A		17,101		02/12/2006	06/23/2010	Common Stock	17,101	\$0	17,101	D	
Non-Qualified Stock Option (right to buy)	\$62.57	08/12/2005		A		1,741		02/12/2006	07/01/2007	Common Stock	1,741	\$0	1,741	D	
Non-Qualified Stock Option (right to buy)	\$62.57	08/12/2005		A		7,504		02/12/2006	06/25/2009	Common Stock	7,504	\$0	7,504	D	

**Explanation of Responses:**

1. This number includes dividend equivalent accruals from awards granted under the Chevron Long-Term Incentive Plan.
2. Between February 7, 2005 and August 12, 2005, the reporting person acquired 740 shares of Chevron Corporation common stock under the Chevron Employee Savings Investment Plan, a 401(k) plan.
3. The option exercise price and number of shares are adjusted for the September 10, 2004, 2-for-1 stock split of Chevron Common Stock.
4. This transaction is an exercise of a Non-Qualified Stock Option and the conversion price is reported in column 2.

**Remarks:**

Christopher A. Butner on behalf 08/16/2005  
of John E. Bethancourt

\*\* 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.

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POWER OF ATTORNEY

The undersigned hereby constitutes and appoints each of LYDIA I. BEEBE, CHRISTOPHER A. BUTNER, PATRICIA L. TAI, and WALKER C. TAYLOR, signing singly, the undersigned's true and lawful attorney-in-fact to:

1. Execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Chevron Corporation, a Delaware corporation (the "Corporation"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules thereunder;
2. Do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
3. Take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Corporation assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Corporation, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has hereunto set his or her hand this 10th day of August, 2005.

/s/ JOHN E. BETHANCOURT  
John E. Bethancourt, Executive Vice President