SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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

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1. Name and Addres		2. Issuer Name and Ticker or Trading Symbol CHEVRON CORP [CVX]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
1 HOLIN INC	<u>JE G</u>						X	Director	10% 0	Dwner		
(Last) 6001 BOLLING	(First) ER CANYC	(Middle)	3. Date 05/31/	of Earliest Transac 2017	tion (Month/D	ay/Year)		Officer (give title below)	Other below	(specify)		
			4. If Am	endment, Date of C	Driginal Filed (Month/Day/Year)		vidual or Joint/Group	Filing (Check A	pplicable		
(Street)							Line)					
SAN RAMON	CA	94583					X	Form filed by One	e Reporting Pers	on		
,								Form filed by Mor Person	e than One Rep	orting		
(City)	(State)	(Zip)										
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
			2. Transaction	2A. Deemed	3. Transaction	4. Securities Acquired (A Disposed Of (D) (Instr. 2		5. Amount of	6. Ownership	7. Nature of		

	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transa Code (8)				Beneficially	(D) or Indirect	Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	05/31/2017		A		2,162 ⁽¹⁾	Α	\$ <mark>0</mark>	8,094 ⁽²⁾	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount 8. Price of 9. Number of 11. Nature 10. Conversion Transaction Expiration Date (Month/Day/Year) Date Execution Date, of Securities Derivative derivative Ownership of Indirect of (Month/Day/Year) Security (Instr. 3) or Exercise if any (Month/Day/Year) Code (Instr. Derivative Underlying Derivative Security Security (Instr. 5) Securities Form Beneficial Price of Direct (D) 8) Securities Beneficially Ownership Acquired Derivative (Instr. 3 and 4) Owned or Indirect (Instr. 4) (A) or Disposed of (D) (Instr. 3, 4 and 5) Following Security (I) (Instr. 4) Reported Transaction(s) (Instr. 4) Amount or Number of Shares Date Exercisable Expiration Date v (A) (D) Title Code Non-Qualified Stock Commo \$103.48 05/31/2017 A 11,169 05/31/2018⁽⁴⁾ 05/31/2027 11,169 \$<mark>0</mark> 11,169 D Option Stock (Right to Buy)⁽³⁾

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 (157 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.

Christine L. Cavallo, Attorney-06/02/2017

in-Fact for Inge G. Thulin

** 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.