

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* <u>JOHNSTON J BENNETT</u>  (Last) (First) (Middle) <u>JOHNSTON &amp; ASSOCIATES</u> <u>2099 PENNSYLVANIA AVE, NW, SUITE 1000</u>  (Street) <u>WASHINGTON DC</u> <u>20006</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CHEVRONTEXACO CORP [ CVX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/22/2003</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year) <u>05/22/2003</u>	

**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	05/22/2003		A		1,579 <sup>(1)</sup>	A	\$67.45	5,805 <sup>(2)</sup>	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)		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)					

**Explanation of Responses:**

- Effective January 1, 2002, the retainer paid to non-employee Directors was \$100,000 per annum (\$75,000 in cash and \$25,000 in dollar denominated deferred stock units). The deferred stock units were credited to the non-employee Directors' accounts quarterly and reported on Form 4s in 2002 and through the 1st and 2nd quarter of 2003. Effective May 22, 2003, the deferred stock units were credited to the non-employee Directors' accounts in a lump sum. Therefore, the number of deferred stock units reported on the Form 4 filed May 22, 2003 was overstated by 191 deferred stock units (the allocations for the 1st and 2nd quarter of 2003). The reporting person is filing an amended Form 4 to reflect the correct number of deferred stock units owned as of May 22, 2003.
- This number includes dividend equivalent accruals under the Non-Employee Directors' Equity Compensation and Deferral Plan.

**Remarks:**

Patricia L. Tai on behalf of J. Bennett Johnston 12/04/2003

\*\* 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.