UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON D.C. 20549

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 25, 1995

TEXACO INC.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)

1-27 (Commission File (I.R.S. Employer Identification Number)

2000 Westchester Avenue, White Plains, New York (Address of principal executive offices)

10650 (Zip Code)

(914) 253-4000

(Registrant's telephone number, including area code)

Item 5. Other Events

1. On July 25, 1995, the Registrant issued an Earnings Press Release entitled "Texaco Reports Results for the Second Quarter and First Half 1995," 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

- (c) Exhibits
 - 99.1 Press Release issued by Texaco Inc. dated July 25, 1995, entitled "Texaco Reports Results for the Second Quarter and First Half 1995."

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.
(Registrant)

By: R. E. KOCH
(Assistant Secretary)

Date: July 25,1995

APPENDIX

Description of graphic material included in Exhibit 99.1.

The following information is depicted in graphic form in a Press Release issued by Texaco Inc. dated July 25, 1995, entitled "Texaco Reports Results for the Second Quarter and First Half 1995" filed as Exhibit 99.1 to this Form 8-K:

1. The first graph is located within the seventh paragraph of Exhibit 99.1. Graph is entitled "Texaco Average U.S. Crude Price Per Quarter" and is shown in dollars per barrel by quarter for the year 1994 and first two quarters of 1995. The Y axis depicts dollars per barrel from \$10.00 to \$18.00 with \$2.00 increments. The X axis depicts the calendar quarters for the year 1994 and first two quarters of 1995. The plot points are as follows:

First Quarter 1994 - \$11.02 per barrel Second Quarter 1994 - \$13.45 per barrel Third Quarter 1994 - \$14.82 per barrel Fourth Quarter 1994 - \$14.45 per barrel First Quarter 1995 - \$14.85 per barrel Second Quarter 1995 - \$15.85 per barrel

The following summary information is also depicted at the bottom of the graph:

First Half 1994 - \$12.24 per barrel First Half 1995 - \$15.35 per barrel

2. The second graph is located within the ninth paragraph of Exhibit 99.1. Graph is entitled "Texaco Average U.S. Natural Gas Price Per Quarter" and is shown in dollars per MCF by quarter for the year 1994 and first two quarters of 1995. The Y axis depicts dollars per MCF from \$0.00 to \$3.00 with \$.50 increments. The X axis depicts the calendar quarters for the year 1994 and first two quarters of 1995. The plot points are as follows:

First Quarter 1994 - \$2.32 per MCF

 Second Quarter 1994
 \$2.02 per MCF

 Third Quarter 1994
 \$1.84 per MCF

 Fourth Quarter 1994
 \$1.80 per MCF

 First Quarter 1995
 \$1.68 per MCF

 Second Quarter 1995
 \$1.70 per MCF

First Half 1994 - \$2.16 per MCF First Half 1995 - \$1.69 per MCF

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TEXACO REPORTS RESULTS

FOR THE SECOND QUARTER AND THE FIRST HALF 1995

FOR IMMEDIATE RELEASE: TUESDAY, JULY 25, 1995.

WHITE PLAINS, N.Y., July 25 - Texaco announced today that consolidated worldwide net income from continuing operations for the second quarter of 1995 was \$262 million, or \$0.95 per share, as compared with \$115 million, or \$0.35 per share, for the second quarter of 1994. For the first half of 1995, net income from continuing operations was \$563 million, or \$2.05 per share, as compared with \$317 million, or \$1.04 per share, for the first half of 1994. Net income for both years includes special items.

	Second Quarter		First Half	
Texaco Inc. (Millions):	1995	1994	1995	1994
Net income from continuing operations before				
special items	\$262	\$155	\$475	\$357
Gains from asset sales	-	-	88	-
Tax benefits on asset sale	-	79	-	79
Special charges	-	(119)	-	(119)
Total net income from continuing operations Loss on disposal of	262	115	563	317
discontinued chemical operations	-	(87)	-	(87)
Total net income	\$262	\$ 28	\$563	\$230

In commenting on 1995's performance, Alfred C. DeCrane, Jr., Texaco's Chairman of the Board and Chief Executive Officer, stated, "Improved operating performance, resulting from continued progress on key initiatives of our plan for growth, supplemented by increased worldwide crude oil prices were the main contributors to higher second quarter and first half 1995 earnings.

"International production of oil and gas grew from both existing and new fields and continued improvements in our Latin American marketing businesses added to profits. In addition, operating and overhead expenses were reduced, especially in the U.S., as a result of sales of non-core producing assets, expense containment programs and focused technology applications.

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"These benefits, however, were dampened by lower U.S. natural gas prices. Also, while refining margins in the U.S. and Europe improved somewhat in the second quarter, margins were still weaker on a six-month comparative basis."

First half net income from continuing operations for 1995 included first quarter gains of \$88 million, principally relating to the sale of land by a Caltex Petroleum Corporation affiliate in Japan and to sales of non-core U.S. producing properties. The 1994 six months results from continuing operations included \$79 million in tax benefits realizable through the sale of an interest in a subsidiary, as well as special charges of \$119 million related to staff reductions and write-downs of assets being offered for sale.

Net income for 1994 also reflected a second quarter charge of \$87 million, or \$0.34 per share, for discontinued operations relating to the sale of substantially all of Texaco's chemical business.

UNITED STATES

	Second Quarter		First Half	
Exploration & Production (Millions):	1995	1994	1995	1994
Operating earnings from continuing operations before special items	\$170	\$ 121	\$305	\$196
Gains from asset sales	-	-	8	-
Special charges	-	(24)	-	(24)
Total operating earnings	\$170	\$ 97	\$313	\$172

The strong growth in earnings for both the comparative second quarter and first half of 1995 resulted from increased crude oil prices, which averaged \$2.40 and \$3.11 per barrel higher for the respective periods. These prices reflect, in part, a strong regional demand for heavy Californian crudes.

Net income in 1995 also benefited from lower operating expenses. These expense reductions reflect the effects of technology applications and reduced overhead, including reductions associated with the sales of non-core producing properties.

Partly offsetting these benefits were comparatively lower natural gas prices. Second quarter 1995 average natural gas prices were \$.32 per MCF lower than 1994, while prices for the first half of 1995 were \$.47 per MCF lower than 1994.

Excluding the divested non-core assets, crude oil and natural gas production in 1995 was essentially equal to prior year production levels. This reflects success in adding new production, most notably along the Louisiana Gulf Coast.

Results for 1995 included a first quarter net gain of \$8 million from non-core producing property sales, after certain write-downs of properties being held for sale and reserves for environmental remediation on these properties which totaled \$112 million. Second quarter 1994 results included charges relating to the cost associated with employee separations.

	Second Quarter		First Half	
Manufacturing & Marketing (Millions):	1995	1994	1995	1994
Operating earnings from continuing operations before special items Special charges	\$ 28 -	\$ 39 (24)	\$ 9 -	\$117 (24)
Total operating earnings	\$ 28	\$ 1 5	\$ 9	\$ 93

During the second quarter of 1995, earnings improved over the first quarter, but were still below the level experienced in the second quarter of 1994. Comparatively, second quarter 1995 versus 1994 margins on the East and Gulf Coasts improved despite higher crude costs. These margins reflect increased demand and temporary product supply tightening created by the Brazilian Oil Workers strike, as well as lower industry-wide refinery utilization rates during the latter part of the period. Margins on the West Coast, however, were weaker due to higher crude oil costs and a general oversupply of products caused partly by industry-wide refinery utilization rates on the West Coast, which reached a five-year high in 1995.

Earnings for the first half of 1995 decreased as compared to the same period in 1994. Continuing improvements in operating performance and expenses did not overcome severely depressed industry-wide margins, particularly through April. Compounding this situation were uncertainties with regard to changing state requirements for reformulated gasolines earlier in the year.

Results for the second quarter 1994 included charges relating to the adjustment to fair market value of facilities being offered for sale and the estimated cost of employee separations.

INTERNATIONAL

	Second Quarter		First Half	
Exploration & Production (Millions):	1995	1994	1995	1994
Operating earnings from continuing operations before special items Special charges	\$ 82 -	\$ 34 (16)	\$164 -	\$ 79 (16)
Total operating earnings	\$ 82	\$ 18	\$164	\$ 63

The profit improvements for the second quarter and first half 1995 reflect the growth in oil and gas production and increased crude oil prices, which averaged nearly \$3 per barrel higher than in 1994.

Production of crude oil and natural gas increased in the U.K. North Sea, mainly from the Strathspey field. There also was higher crude oil production in Australia from the offshore Roller and Skate fields, as well as in the Partitioned Neutral Zone between Kuwait and Saudi Arabia resulting from continuing field development programs. Production for the second quarter 1995 was somewhat lessened by scheduled maintenance work on facilities in the North Sea. Also, offshore China production was suspended during most of the second quarter for scheduled maintenance and to complete required work for the June 1995 start-up of two new fields, which will nearly double current production rates.

Upstream results in 1995 include a second quarter non-cash benefit of \$7 million and a year-to-date non-cash charge of \$6 million due to currency exchange impacts associated with deferred income taxes in the U.K. For 1994, these currency impacts resulted in a \$11 million charge, entirely in the second quarter.

Second quarter 1994 results included charges related to the adjustment to fair market value of properties being offered for sale and the estimated cost of employee separations.

Manufacturing & Marketing (Millions):	Second Quarter		First Half	
	1995	1994	1995	1994
Operating earnings from continuing operations before special items Gain from asset sale Special charges	\$ 79 - -	\$ 67 - (38)	\$180 80 -	\$192 - (38)
Total operating earnings	\$ 79	\$ 29	\$260	\$154

Comparative operating earnings reflect weak European refined product margins, particularly in the U.K. Margins which began to decline in 1994, due to the oversupply in the marketplace, have remained depressed in 1995. Higher refined product sales volumes and margins in Latin America partly offset the general weakness in European operations. Earnings in the Caltex operating areas of the Pacific Rim benefited from improved margins and higher sales volumes.

Downstream results in 1995 include a second quarter non-cash benefit of \$8 million and a year-to-date non-cash charge of \$5 million due to currency exchange impacts associated with deferred income taxes in the U.K. For 1994, these currency impacts resulted in a \$12 million charge, entirely in the second quarter.

Results for the first half of 1995 included a first quarter net gain principally relating to the sale of land by a Caltex affiliate in Japan. In 1994, second quarter results included charges related to the estimated cost of employee separations and the adjustment to fair market value of certain properties being offered for sale.

NONPETROLEUM

	Second	Second Quarter		First Half	
(Millions):	1995	1994	1995	1994	
Total operating earnings/(losses)	\$ 7	\$(6)	\$11	\$(7)	

The 1995 nonpetroleum earnings reflect improved loss experience of Heddington Insurance Limited, a subsidiary.

CORPORATE/NONOPERATING RESULTS FROM CONTINUING OPERATIONS

(Millions):	Second Quarter		First Half	
	1995	1994	1995	1994
Results from continuing operations before				
special items Tax benefits on	\$(104)	\$(100)	\$(194)	\$(220)
asset sale	-	79	-	79
Special charges	-	(17)	-	(17)
Total corporate/nonoperating	\$(104)	\$ (38)	\$(194)	\$(158)

Results for 1995 include first quarter gains of \$25 million, principally from sales of equity securities held for investment by an insurance subsidiary. Comparatively, results for the second quarter and first half of 1995 benefited from higher interest income and reduced overhead stemming from expense containment programs. Also, the second quarter of 1994 results included a \$7 million gain from the receipt of a cash option payment relative to the sale of a manufacturing facility.

The second quarter 1994 results included tax benefits realizable through the sale of an interest in a subsidiary, partly offset by charges relating to the cost of employee separations.

CAPITAL AND EXPLORATORY EXPENDITURES

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Capital and exploratory expenditures for continuing operations, including equity in such expenditures of affiliates, were \$1,272 million for the first half of 1995, as compared to \$1,231 million for the same period of 1994. Expenditures for the second quarter of 1995 amounted to \$759 million, versus \$607 million for the second quarter of 1994.

Increased exploration and production expenditures in 1995 reflect the development of the Captain field in the U.K. sector of the North Sea, as well as the acquisition of the outstanding minority ownership in a Canadian subsidiary. Partially offsetting these increases were lower scheduled U.S. upstream expenditures in 1995, as compared to the higher level of developmental gas drilling during the first quarter of 1994, and also reflect efficiency improvements in the company's 1995 drilling program.

Downstream expenditures by Texaco's affiliates decreased due to completions of refinery upgrades in the Far East, partially offset by selected investments in Europe.

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NOTE TO EDITORS: Tables for the second quarter and first half are

attached.

		Quarter	First	
	1995	1994	1995	1994
FUNCTIONAL NET INCOME (\$000,000) Operating Earnings (Losses) from Continuing Operations (a) Petroleum and natural gas Exploration and production United States	\$170	\$ 97	\$313	\$172
International	82 	18 	164 	63
Total	252	115 	477 	235
Manufacturing, marketing and distribution United States International	28 79	15 29	9 260	93 154
Total	107	44	269	247
Total petroleum and natural gas	359	159	746	482
Nonpetroleum	7	(6)	11	(7)
Total operating earnings	366	153	757	475
Corporate/Nonoperating (a)	(104) 	(38)	(194) 	(158)
Net income from continuing operations	262	115	563	317
Loss on disposal of discontinued chemical operations	-	(87)	- 	(87)
Total net income	\$262 ====	\$ 28 ====	\$563 ====	\$230 ====
Per common share (dollars): Net income (loss): Continuing operations Discontinued operations	\$.95 - 	\$.35 (.34)	\$2.05 - 	\$1.04 (.34)
Total net income	\$.95 ====	\$.01 ====	\$2.05 ====	\$.70 ====
Average number of common shares outstanding (000,000)	259.9	259.3	259.7	259.2

⁽a) Includes special gains and charges.

	Second Quarter		First H	
	1995		1995	
OTHER FINANCIAL DATA (\$000,000) Revenues from continuing operations	\$9,252	\$8,000	\$18,311	\$15,434
Total assets as of June 30			(b) \$25,100	\$25,898
Stockholders' equity as of June 30			(b) \$10,040	\$10,159
Total debt as of June 30			(b) \$ 6,200	\$ 6,315
Capital and exploratory expenditures Texaco Inc. and subsidiary companies Exploration and production United States	\$ 215	\$ 180	\$ 387	\$ 450
International	269	142	384	265
Total	484	322	771	715
Manufacturing, marketing and distribution United States International	59 76 135	52 68 120	102 118 220	102 121 223
0ther	7	8	12	14
Total Texaco Inc. and subsidiaries	626	450 	1,003	952
Equity in affiliates United States International	33 100	26 131	65 204	51 228
Total equity in affiliates	133	157 	269	279
Total continuing operations	759	607	1,272	1,231
Discontinued chemical operations	-	1	1	20
Total	\$ 759 =====	\$ 608 =====	\$ 1,273 ======	
Dividends paid to common stockholders	\$ 208	\$ 208	\$ 416	\$ 415
Dividends per common share (dollars)	\$.80	\$.80	\$ 1.60	\$ 1.60
Dividend requirements for preferred stockholders	\$ 15	\$ 25	\$ 31	\$ 49

b) Preliminary

	Second Quarter		First Half	
	1995	1994	1995	1994
OPERATING DATA - INCLUDING INTERESTS IN AFFILIATES Net production of crude oil and natural gas liquids				
(000 BPD) United States Other Western Hemisphere Europe	382 17 98	408 20 104	385 17 116	408 20 110
Other Eastern Hemisphere	236	231	237	235
Total	733	763	755	773
Net production of natural gas - available for sale (000 MCFPD) United States International	1,604 374	1,777 281	1,632 403	1,732 306
Total	1,978	2,058	2,035	2,038
Natural gas sales (000 MCFPD) United States International	3,166 390	3,175 295	3,221 419	3,045 322
Total	3,556	3,470	3,640	3,367
Natural gas liquids sales (including purchased LPGs) (000 BPD) United States International	199 61	196 56	218 75	196 58
Total	260	252	293	254
Refinery input (000 BPD) United States Other Western Hemisphere Europe Other Eastern Hemisphere	686 41 226 409	665 37 322 443	685 32 270 437	640 44 325 460
Total	1,362	1,467	1,424	1,469
Refined product sales (000 BPD) United States Other Western Hemisphere Europe	904 342 424	872 297 461	896 345 436	843 304 462
Other Eastern Hemisphere	731	676	756 	700
Total	2,401	2,306	2,433	2,309