# **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 29, 2005

# Chevron Corporation (Exact name of registrant as specified in its charter)

Delaware	1-368-2	94-0890210
(State or other jurisdiction of incorporation )	(Commission File Number)	(I.R.S. Employer No.)
6001 Bollinger Canyon R	oad, San Ramon, CA	94583
(Address of principal	executive offices)	(Zip Code)
Registrant's	s telephone number, including area code: <u>(925) 84</u>	12-1000
	None	
(Former	name or former address, if changed since last rep	oort)
Check the appropriate box below if the Form 8-K the following provisions:	filing is intended to simultaneously satisfy the filin	g obligations of the registrant under any of
$_{\rm 0}$ Written communications pursuant to Rule 425 $\iota$	under the Securities Act (17 CFR 230.425)	
o Soliciting material pursuant to Rule 14a-12 und	er the Exchange Act (17 CFR 240.14a-12)	
o Pre-commencement communications pursuant	to Rule 14d-2(b) under the Exchange Act (17 CFf	R 240.14d-2(b))
o Pre-commencement communications pursuant	to Rule 13e-4(c) under the Exchange Act (17 CFF	R 240.13e-4(c))

### Item 2.02 Results of Operations and Financial Condition

On July 29, 2005, Chevron Corporation issued a press release announcing unaudited second quarter 2005 net income of \$3.7 billion. The press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

The information included herein and in Exhibit 99.1 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933.

#### **SIGNATURE**

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.

Dated: July 29, 2005

**CHEVRON CORPORATION** 

/s/ M.A. Humphrey
M. A. Humphrey, Vice President and Ву Comptroller
(Principal Accounting Officer and Duly Authorized Officer)

Press release issued July 29, 2005.



**News Release** 

EXHIBIT 99.1 FOR RELEASE AT 5:30 AM PDT JULY 29, 2005

#### **Chevron Corporation**

Policy, Government and Public Affairs Post Office Box 6078 San Ramon, CA 94583-0778 www.chevron.com

#### CHEVRON REPORTS SECOND QUARTER NET INCOME OF \$3.7 BILLION

- Upstream earnings of \$2.8 billion benefit from a continuation of strong prices for crude oil and natural gas
- Downstream profits of \$1.0 billion decline 7 percent from year earlier
- Progress continues in several areas of longer-term strategic focus

**SAN RAMON, Calif., July 29, 2005** – Chevron Corp. today reported net income of \$3.7 billion (\$1.76 per share – diluted) for the second quarter 2005, compared with \$4.1 billion (\$1.94 per share – diluted) in the year-ago period. The amount in 2004 included a special-item gain of \$0.6 billion (\$0.28 per share) from asset sales and a benefit of \$0.2 billion (\$0.12 per share) from a tax-law change for certain international operations.

For the first six months of 2005, net income was \$6.4 billion (\$3.04 per share – diluted), vs. \$6.7 billion (\$3.14 per share – diluted) in the 2004 first half, which included \$0.8 billion (\$0.37 per share) of benefits for the effect of special items and the tax-law change.

Sales and other operating revenues in the second quarter 2005 were \$47 billion, up \$11 billion from the 2004 period. Six-month sales and other operating revenues were \$88 billion, up \$18 billion. The increase in both periods was mainly attributable to higher prices for crude oil, natural gas and refined products.

#### **Earnings Summary**

	Three Months Ended June 30		Ionths June 30
2005	2004	2005	2004
\$ 2,772	\$ 2,964	\$ 5,151	\$ 4,938
976	1,044	1,385	1,684
84	59	221	133
(148)	39	(396)	(98)
3,684	4,106	6,361	6,657
_	19	_	30
\$ 3,684	\$ 4,125	\$ 6,361	\$ 6,687
\$ 54	\$ 45	\$ 33	\$ 2
\$ -	\$ 585	\$ -	\$ 530
	\$ 2,772 976 84 (148) 3,684 — \$ 3,684	Ended June 30       2005     2004       \$ 2,772     \$ 2,964       976     1,044       84     59       (148)     39       3,684     4,106       -     19       \$ 3,684     \$ 4,125       \$ 54     \$ 45	Ended June 30         Ended 2005           2005         2004         2005           \$ 2,772         \$ 2,964         \$ 5,151           976         1,044         1,385           84         59         221           (148)         39         (396)           3,684         4,106         6,361           -         19         -           \$ 3,684         \$ 4,125         \$ 6,361           \$ 54         \$ 45         \$ 33

#### **Quarterly Results**

"Earnings were strong in the second quarter," said Chairman and CEO Dave O'Reilly, "despite some refinery downtime for maintenance and repairs. Strategically, we continued to advance our major initiatives in the period, including several projects aimed at commercializing our large international gas resource base."

O'Reilly said upstream earnings of \$2.8 billion in the second quarter were higher than a year ago, absent the effect of a special-item gain in the 2004 period, as prices increased for both crude oil and natural gas. Downstream profits of approximately \$1 billion, while up significantly from the 2005 first quarter, were off about 7 percent from the year-earlier period due mainly to the refinery downtime.

"On the strength of our earnings for the past 12 months, we attained a 24 percent return on capital employed for the period," O'Reilly added. "By the halfway mark of this year, we had further improved our already-strong financial position. Our debt ratio stood at 19 percent, and our cash and marketable securities balance totaled more than \$13 billion, up nearly \$3 billion from the beginning of the year."

O'Reilly said the company had also purchased more than \$1.5 billion of its common shares in the open market during the first half of 2005, including more than \$800 million in the second quarter. Combined with repurchases last year, the company has acquired \$3.6 billion in shares as part of a \$5 billion buyback program initiated in April 2004.

#### **Strategic Focus**

O'Reilly also remarked on achievements that highlight the company's continued focus on key project milestones and strategic initiatives, including the following recent announcements:

- Decision to expand the North West Shelf onshore liquefied natural gas (LNG) facilities. The \$1.5 billion project includes adding a fifth LNG train that will increase export capacity by more than 4 million metric tons per year to approximately 16 million. Chevron holds a one-sixth interest in the North West Shelf LNG facilities.
- Discovery of natural gas offshore Venezuela in Block 3 of Plataforma Deltana. The discovery is adjacent to the Loran gas field in Block 2 and provides sufficient resources for a detailed evaluation of Venezuela's first LNG train.
- Decision to move the Australian Greater Gorgon gas development project into the front-end engineering and design phase for a two-train (10 million metric tons per year) LNG facility and a potential domestic gas plant on Barrow Island. Chevron has a 50 percent ownership interest in the licenses for the Greater Gorgon Area.
- Order of two LNG carriers to support the planned growth in the company's LNG business. The carriers will be company-operated and complement the development of Chevron's LNG export and import terminals worldwide.
- Award of exploration rights in four deepwater blocks in the northern Carnarvon Basin offshore Western Australia. Located in an area of significant natural gas potential, Chevron will operate and own a 50 percent interest in the blocks, which are in the same petroleum basin as the North West Shelf and Greater Gorgon resources.

• Project to increase the capacity of the Pascagoula, Mississippi, refinery's fluid catalytic cracking unit approximately 25 percent from a current capacity of about 60,000 barrels per day. This project is designed to enable the refinery to increase its production of gasoline and other light products.

#### Near-Term Outlook

"As we enter the second half of the year, I am optimistic about our company's ability to improve upon its strong financial performance and to make additional progress on the major capital projects that are key to our future growth," O'Reilly said. "I also look forward with much anticipation to the merger with Unocal and being able to combine the strengths of these two fine companies. At this year's mid-point, the conditions overall are excellent for us to continue adding value for our stockholders."

#### **UPSTREAM - EXPLORATION AND PRODUCTION**

Worldwide oil-equivalent production, including volumes produced from oil sands and production under an operating service agreement, declined 6 percent from the 2004 second quarter but was up slightly from the first quarter of this year. The majority of the decline from the year-ago period was associated with asset sales and cost-recovery provisions of certain production agreements.

Average U.S. prices for crude oil and natural gas liquids in the second quarter 2005 increased more than \$11 to \$44 per barrel. Internationally, prices were up nearly \$13 per barrel to over \$45. The average U.S. natural gas sales price increased 13 percent to about \$6.30 per thousand cubic feet, while internationally the average natural gas price of about \$3 per thousand cubic feet was 18 percent higher than a year earlier.

#### **U.S. Exploration and Production**

		Months June 30	Six Months Ended June 30		
Millions of Dollars	2005	2004	2005	2004	
Income From Continuing Operations*	\$ 972	\$ 948	\$ 1,739	\$ 1,802	
Income From Discontinued Operations	_	7	_	13	
Segment Income*	\$ 972	\$ 955	\$ 1,739	\$ 1,815	
*Includes special charges	\$ —	\$ —	\$ —	\$ (55)	

U.S. exploration and production income of \$972 million in the second quarter increased 2 percent from the 2004 period. The benefit to earnings from higher prices for crude oil and natural gas was largely offset by the effects of lower production of liquids and natural gas and higher depreciation and depletion expense.

Net oil-equivalent production declined about 15 percent to 740,000 barrels per day in the 2005 quarter. The net liquids component of production was down 12 percent to 470,000 barrels per day. Net natural gas production averaged 1.6 billion cubic feet per day, down 19 percent from the second quarter 2004. Excluding the effect of property sales and curtailed production due to storms, net oil-equivalent production decreased about 8 percent between periods on normal field declines, partially offset by new or increased production in certain fields.

#### **International Exploration and Production**

		Months June 30		Ionths June 30
Millions of Dollars	2005	2004	2005	2004
Income From Continuing Operations <sup>1,2</sup>	\$ 1,800	\$ 2,016	\$ 3,412	\$ 3,136
Income From Discontinued Operations	_	12	_	17
Segment Income <sup>1,2</sup>	\$ 1,800	\$ 2,028	\$ 3,412	\$ 3,153
1Includes foreign currency effects	\$ 57	\$ 22	\$ 39	\$ 2
<sup>2</sup> Includes income from special items	<b>\$</b> —	\$ 585	<b>\$</b> —	\$ 585

International exploration and production income of \$1.8 billion decreased from \$2.0 billion in the second quarter 2004. The 2004 period included a special-item gain of \$585 million for the sale of upstream assets in western Canada and a one-time benefit of \$208 million related to a change in certain income tax laws. The profit improvement otherwise was due to higher average prices for crude oil and natural gas. Foreign currency effects increased earnings \$57 million in the 2005 quarter, vs. \$22 million in the year-ago period.

Net oil-equivalent production, including volumes produced from oil sands and production under an operating service agreement, declined 2 percent to 1,681,000 barrels per day in the 2005 quarter. The net liquids component declined 34,000 barrels per day to 1,322,000, as increased liquids production in China, Republic of the Congo, the Karachaganak Field in Kazakhstan, and Venezuela were more than offset by the effects of lower cost-oil recovery volumes in Indonesia, property sales and a turnaround for scheduled maintenance at Tengizchevroil. Natural gas production was up slightly to 2.2 billion cubic feet per day, primarily due to higher production in Australia, the Philippines and Denmark. Excluding the effect of property sales and reduced volumes connected with cost-oil recovery, net oil-equivalent production increased 2 percent between periods.

#### REFINING, MARKETING AND TRANSPORTATION

#### U.S. Refining, Marketing and Transportation

	Three	Months	Six M	Ionths
	Ended	l June 30	Ended	June 30
Millions of Dollars	2005	2004	2005	2004
Segment Income	\$ 398	\$ 517	\$ 456	\$ 793

U.S. refining, marketing and transportation earnings of \$398 million decreased \$119 million from the 2004 quarter. The decline was associated mainly with the effects of downtime for maintenance and repairs at two of the company's refineries. Average refined-product margins for operations on the West Coast were also lower.

Sales volumes for refined products decreased 3 percent from the 2004 second quarter to 1,510,000 barrels per day. Although sales of fuel oil and jet fuel were lower, branded gasoline sales volumes of 585,000 barrels per day increased 6 percent on the strength of the reintroduction of the Texaco brand.

#### **International Refining, Marketing and Transportation**

			e Months d June 30		Six Months Ended June 3			
Millions of Dollars		005		2004	2005	2004		
Segment Income*	\$	578	\$	527	\$ 929	\$	891	
*Includes foreign currency effects	\$	12	\$	27	\$ 24	\$	2	

International refining, marketing and transportation segment income increased \$51 million in the 2005 quarter to \$578 million. The 2004 period included a one-time benefit of \$47 million for a change in certain income tax laws. The improvement otherwise between periods resulted mainly from higher refined-product margins in most of the company's operating areas and an increase in the ownership percentage of the Singapore Refining Company since last year's second quarter. Partially offsetting these earnings improvements were the effects of downtime for repairs in the 2005 quarter at the company's Pembroke, U.K., refinery.

Total refined-product sales volumes of 2,327,000 barrels per day were 5 percent lower than in last year's second quarter. The sales decline was primarily the result of lower gasoline trading activity and termination of certain fuel oil contracts.

#### **CHEMICALS**

				Months June 30			Months d June 3	0
Millions of Dollars		20	05	2	004	2005		2004
Segment Income*		\$ 84		\$	59	\$ 221	\$	133
*Includes foreign currency effects		\$	(1)	\$	(2)	\$ (2)	\$	(4)

Chemical operations earned \$84 million, up \$25 million from the 2004 quarter. Earnings for the 50 percent-owned Chevron Phillips Chemical Company LLC (CPChem) affiliate increased primarily as the result of higher product margins for commodity chemicals. Partially offsetting the improved CPChem results was a decline in the earnings of the company's Oronite subsidiary due to higher feedstock costs.

#### **ALL OTHER**

			e Months d June 30			Six Months Ended June 30			
Millions of Dollars	_	2005	20	004	2005		2004		
Net (Charges) Income*	\$	(148)	\$	39	\$ (396)	\$	(98)		
*Includes foreign currency effects	\$	(14)	\$	(2)	\$ (28)	\$	2		

All Other consists of the company's interest in Dynegy, coal mining operations, power generation businesses, worldwide cash management and debt financing activities, corporate administrative functions, insurance operations, real estate activities and technology companies.

Net charges were \$148 million in the second quarter 2005, compared with net income of \$39 million in the corresponding 2004 period. The 2004 quarter included a gain on an asset sale and an income tax benefit. The increase in net charges otherwise was associated with higher expenses for a number of corporate items that individually were not significant.

#### CAPITAL AND EXPLORATORY EXPENDITURES

Capital and exploratory expenditures in the first six months of 2005 were \$4.2 billion, compared with \$3.8 billion in the corresponding 2004 period. Included in these expenditures were approximately \$700 million and \$600 million for the company's share of equity affiliate expenditures in 2005 and 2004, respectively. Upstream expenditures represented 77 percent of the companywide total in 2005. About three-fourths of this upstream amount was for projects outside the United States, reflecting the company's continued emphasis on international crude oil and natural gas production activities.

# # #

7/29/05

#### NOTICE

Chevron's discussion of second quarter 2005 earnings with security analysts will take place on Friday, July 29, 2005, at 8:00 a.m. PDT. A Webcast of the meeting will be available in a listen-only mode to individual investors, media and other interested parties on Chevron's Web site at www.chevron.com under the "Investors" heading. Additional financial and operating information is contained in the Investor Relations Earnings Supplement that is available under "Financial Reports" on the Web site.

Chevron will post selected third quarter 2005 interim company and industry performance data on its Web site on Wednesday, September 28, 2005, at 2:00 p.m. PDT. Interested parties may view this interim data at www.chevron.com under the "Investors" heading.

#### CAUTIONARY STATEMENTS RELEVANT TO FORWARD-LOOKING INFORMATION FOR THE PURPOSE OF "SAFE HARBOR" PROVISIONS OF THE PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995

This press release of Chevron Corporation contains forward-looking statements relating to Chevron's operations that are based on management's current expectations, estimates and projections about the petroleum, chemicals and other energy-related industries. Words such as "anticipates," "expects," "intends," "plans," "targets," "projects," "believes," "seeks," "estimates" and similar expressions are intended to identify such forward-looking statements. These statements are not guarantees of future performance and are subject to certain risks, uncertainties and other factors, some of which are beyond our control and are difficult to predict. Therefore, actual outcomes and results may differ materially from what is expressed or forecasted in such forward-looking statements. You should not place undue reliance on these forward-looking statements, which speak only as of the date of this earnings release. Unless legally required, Chevron undertakes no obligation to update publicly any forward-looking statements, whether as a result of new information, future events or otherwise.

Among the factors that could cause actual results to differ materially are crude oil and natural gas prices; refining margins and marketing margins; chemicals prices and competitive conditions affecting supply and demand for aromatics, olefins and additives products; actions of competitors; the competitiveness of alternate energy sources or product substitutes; technological developments; the results of operations and financial condition of equity affiliates; the ability to successfully consummate the proposed merger with Unocal Corporation and successfully integrate the operations of both companies; inability or failure of the company's joint-venture partners to fund their share of operations and development activities; potential failure to achieve expected net production from existing and future oil and gas development projects; potential delays in the development, construction or start-up of planned projects; potential disruption or interruption of the company's net production or manufacturing facilities due to war, accidents, political events or severe weather; potential liability for remedial actions under existing or future environmental regulations and litigation; significant investment or product changes under existing or future environmental regulations (including, particularly, regulations and litigation dealing with gasoline composition and characteristics); potential liability resulting from pending or future litigation; the company's ability to sell or dispose of assets or operations as expected; and the effects of changed accounting rules under generally accepted accounting principles promulgated by rule-setting bodies. In addition, such statements could be affected by general domestic and international economic and political conditions. Unpredictable or unknown factors not discussed herein also could have material adverse effects on forward-looking statements.

### Additional Information and Where to Find It

Chevron has filed a Form S-4, Unocal has filed a proxy statement and both companies will file other relevant documents concerning the proposed merger transaction with the Securities and Exchange Commission (SEC). INVESTORS ARE URGED TO READ THE FORM S-4, PROXY STATEMENT AND ANY OTHER RELEVANT DOCUMENTS FILED WITH THE SEC BECAUSE THEY CONTAIN IMPORTANT INFORMATION. You may obtain the documents free of charge at the Web site maintained by the SEC at <a href="www.sec.gov">www.sec.gov</a>. In addition, you may obtain documents filed with the SEC by Chevron free of charge by contacting Chevron Comptroller's Department, 6001 Bollinger Canyon Road – A3201, San Ramon, CA 94583-2324. You may obtain documents filed with the SEC by Unocal free of charge by contacting Unocal Stockholder Services at (800) 252-2233, 2141 Rosecrans Avenue, Suite 4000, El Segundo, CA 90245, e-mail: stockholder services@unocal.com.

#### Interest of Certain Persons in the Merger

Chevron, Unocal, and their respective directors and executive officers, may be deemed to be participants in the solicitation of proxies from Unocal's stockholders in connection with the merger. Information about the directors and executive officers of Chevron and their ownership of Chevron stock is set forth in the proxy statement for Chevron's 2005 Annual Meeting of Stockholders. Information about the directors and executive officers of Unocal and their ownership of Unocal stock is set forth in the proxy statement for Unocal's 2005 Annual Meeting of Stockholders. Investors may obtain additional information regarding the interests of such participants by reading the Form S-4 and proxy statement for the merger.

Investors should read the Form S-4 and proxy statement carefully before making any voting or investment decisions.

11,337

4,637

8,893

# CHEVRON CORPORATION — FINANCIAL REVIEW (Millions of Dollars, Except Per-Share Amounts)

CONSOLIDATED STATEMENT OF INCOME (unaudited)				Months				Months d June 30	
			2005		2004		2005		2004
REVENUES AND OTHER INCOME									
Sales and other operating revenues (1)(2)		\$	47,247	\$	36,579	\$	87,688	\$	69,642
Income from equity affiliates			861		740		1,750		1,184
Other income			235		924		512		1,062
Total Revenues and Other Income			48,343		38,243		89,950		71,888
COSTS AND OTHER DEDUCTIONS								·	
Purchased crude oil and products, (2)									
operating and other expenses			35,134		25,837		65,246		49,137
Depreciation, depletion and amortization			1,320		1,243		2,654		2,433
Taxes other than on income (1)			5,311		4,889		10,437		9,654
Interest and debt expense			104		94		211		187
Minority interests			18		18		39		40
<b>Total Costs and Other Deductions</b>			41,887		32,081	·	78,587	·	61,451
Income From Continuing Operations		_		_				_	
Before Income Tax Expense			6,456		6,162		11,363		10,437
Income tax expense			2,772		2,056		5,002		3,780
Income From Continuing Operations		_	3,684		4,106		6,361		6,657
Income From Discontinued Operations			_		19		_		30
NET INCOME		\$	3,684	\$	4,125	\$	6,361	\$	6,687
PER-SHARE OF COMMON STOCK (3)									
Income From Continuing Operations	- Basic	\$	1.77	\$	1.93	\$	3.05	\$	3.14
meome from continuing operations	- Diluted	\$	1.76	\$	1.93	\$	3.04	\$	3.13
Income From Discontinued Operations	- Basic	\$	_	\$	0.01	\$	_	\$	0.01
meome rom biscontinued operations	- Diluted	\$	_	\$	0.01	\$	_	\$	0.01
Net Income	- Basic	\$	1.77	\$	1.94	\$	3.05	\$	3.15
	- Diluted	\$	1.76	\$	1.94	\$	3.04	\$	3.14
Dividends		\$	0.45	\$	0.37	\$	0.85	\$	0.73
		•		-		-	******	-	
Weighted Average Number of Shares Outstanding	g (000's) (3)								
	- Basic	2	,077,743	2,	122,715	2,	084,141	2,	124,725
	- Diluted	2	,085,763	2,	127,344	2,	092,792	2,	129,040
(1) Includes consumer excise taxes.		\$	2,162	\$	1,921	\$	4,278	\$	3,778

5,962

<sup>(1)</sup> Includes consumer excise taxes.
(2) Includes amounts in revenues for buy/sell contracts.
(Associated costs are included in Purchased crude oil and products.)
(3)The 2004 periods have been restated to reflect a two-for-one stock split effected as a 100 percent stock dividend in September 2004.

\$ 99,040

\$ 11,269

\$ 48,535

\$ 93,208

\$ 11,272

\$ 45,230

# CHEVRON CORPORATION — FINANCIAL REVIEW (Millions of Dollars)

		Six M Ended . 2005	
\$ —	\$ —	\$ —	\$ (55)
	585		585
\$ <u> </u>	\$ <u>585</u>	\$ <u> </u>	\$ 530
		Six M Ended . 2005	
• -	\$ 948	<b>\$ 1,739</b>	\$ 1,802
1,800	2,016	3,412	3,136
2,772	2,964	5,151	4,938
398	517	456	793
578	527	929	891
976	1,044	1,385	1,684
84	59	221	133
(148)	39	(396)	(98)
3,684	4,106	6,361	6,657
	19		30
\$ <u>3,684</u>	\$ <u>4,125</u>	\$ <u>6,361</u>	\$ 6,687
		June 30, 2005 (unaudited)	Dec. 31, 2004
		\$ 12,317	\$ 9,291
		\$ 1,160	\$ 1,451
	## Ended   2005   \$ —   ##   ##   ##   ##   ##   ##   #	\$ — \$ —  585 \$ — \$ 585  \$ — \$ 585   Three Months Ended June 30  2005 2004  \$ 972 \$ 948  1,800 2,016  2,772 2,964  398 517  578 527  976 1,044  84 59 (148) 39  3,684 4,106  19	Ended June 30         Ended June 30           \$ —         \$ —           \$ —         \$ 585         —           Three Months Ended June 30         Six M Ended June 30         Six M Ended June 30           \$ 972         \$ 948         \$ 1,739           1,800         2,016         3,412           2,772         2,964         5,151           398         517         456           578         527         929           976         1,044         1,385           84         59         221           (148)         39         (396)           3,684         4,106         6,361           —         19         —           \$ 3,684         \$ 4,125         \$ 6,361           June 30, 2005 (unaudited)         (unaudited)           \$ 12,317         \$ 12,317

**Total Assets** 

Stockholders' Equity

Total Debt

<sup>(1)</sup> Because of their nature and sufficiently large amounts, these items are identified separately to help explain changes in net income between periods, as well as help distinguish the underlying trends for the company's businesses.

<sup>(2)</sup> Includes the company's interest in Dynegy Inc., coal mining operations, power generation businesses, worldwide cash management and debt financing activities, corporate administrative functions, insurance operations, real estate activities and technology companies.

## ${\bf CHEVRON\ CORPORATION --FINANCIAL\ REVIEW}$

	Three Months		Six Months Ended June 30			
CAPITAL AND EXPLORATORY EXPENDITURES (1) (Millions of Dollars)	2005	Ended June 30 2005 2004		2004		
United States			2005			
Exploration and Production	\$ 538	\$ 472	\$ 924	\$ 896		
Refining, Marketing and Transportation	122	86	233	139		
Chemicals	24	34	43	61		
Other	97	103	180	310		
Total United States	781	695	1,380	1,406		
nternational						
Exploration and Production	1,388	1,151	2,329	2,028		
Refining, Marketing and Transportation	333	221	481	311		
Chemicals	8	6	15	8		
Other	16	_	17	2		
Total International	1,745	1,378	2,842	2,349		
Worldwide	\$ 2,526	\$ 2,073	\$ 4,222	\$ 3,755		
ODED ATTING CHARTICHICS (1)		Months		Ionths		
OPERATING STATISTICS (1)	Ended	1 June 30 2004	Ended 2005	June 30 2004		
NET LIQUIDS PRODUCTION (MB/D):	2003	2004	2003	2004		
United States	470	535	461	534		
International	1,179	1,214	1,187	1,219		
Worldwide	1,649	1,749	1,648	1,753		
	1,045	1,743		1,733		
TET NATURAL GAS PRODUCTION (MMCF/D): (2)	4.004	2.004	4.044	2.024		
United States	1,621	2,001	1,611	2,031		
International	2,151	2,124	2,153	2,160		
Worldwide	3,772	4,125	3,764	4,191		
OTHER PRODUCED VOLUMES-INTERNATIONAL (MB/D): (3)	143	142	140	141		
TOTAL NET OIL-EQUIVALENT PRODUCTION (MB/D): (4)						
United States	740	869	729	873		
International	1,681	1,710	1,687	1,720		
Worldwide	2,421	2,579	2,416	2,593		
SALES OF NATURAL GAS (MMCF/D):						
United States (5)	5,697	4,425	5,281	4,505		
International	1,842	1,850	1,845	1,894		
Worldwide	7,539	6,275	7,126	6,399		
SALES OF NATURAL GAS LIQUIDS (MB/D):						
United States	170	177	171	180		
International	<u> 101</u>	113	98	105		
Worldwide	<u>271</u>	<u>290</u>	<u> 269</u>	285		
SALES OF REFINED PRODUCTS (MB/D): (6)						
United States	1,510	1,551	1,486	1,506		
International	2,327	2,456	2,329	2,413		
Worldwide	3,837	4,007	3,815	3,919		
REFINERY INPUT (MB/D):						
United States	912	969	884	945		
International	1,007	1,063	1,010	1,060		
Worldwide	1,919	2,032	1,894	2,005		
(1) Includes interest in affiliates.						
2) Includes natural gas consumed on lease (MMCF/D):						
United States	58	51	55	51		
International	225	270	256	276		
3) Other produced volumes – International (MB/D):						
Athabasca Oil Sands	32	28	29	28		
Boscan Operating Service Agreement	111	114	111	113		
4) The oil-equivalent sum of net liquids production, net gas production and other produced liquids.						
The oil-equivalent gas conversion ratio is 6,000 cubic feet of natural gas = 1						

barrel of crude oil. (5) 2004 conformed to 2005 presentation.(6) Includes amounts for buy/sell contracts (MB/D): United States 78 137 85 104 81 137 91 103

International