

O REILLY DAVID J
Form 4
May 08, 2008

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
O REILLY DAVID J

2. Issuer Name and Ticker or Trading Symbol
CHEVRON CORP [CVX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
6001 BOLLINGER CANYON ROAD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/07/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of the Board and CEO

SAN RAMON, CA 94583
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 | 05/07/2008 | | S | | 5,900 (1) | D | \$ 95.81 121,716 D |
| Common Stock | 05/07/2008 | | S | | 1,100 | D | \$ 95.815 120,616 D |
| Common Stock | 05/07/2008 | | S | | 500 | D | \$ 95.8175 120,116 D |
| Common Stock | 05/07/2008 | | S | | 5,820 | D | \$ 95.82 114,296 D |
| Common Stock | 05/07/2008 | | S | | 1,500 | D | \$ 95.825 112,796 D |

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| | | | | | | | |
|--------------|------------|---|--------|---|------------|---------|---|
| Common Stock | 05/07/2008 | S | 100 | D | \$ 95.8275 | 112,696 | D |
| Common Stock | 05/07/2008 | S | 3,251 | D | \$ 95.83 | 109,445 | D |
| Common Stock | 05/07/2008 | S | 100 | D | \$ 95.835 | 109,345 | D |
| Common Stock | 05/07/2008 | S | 600 | D | \$ 95.84 | 108,745 | D |
| Common Stock | 05/07/2008 | S | 300 | D | \$ 95.845 | 108,445 | D |
| Common Stock | 05/07/2008 | S | 100 | D | \$ 95.8475 | 108,345 | D |
| Common Stock | 05/07/2008 | S | 6,700 | D | \$ 95.85 | 101,645 | D |
| Common Stock | 05/07/2008 | S | 400 | D | \$ 95.855 | 101,245 | D |
| Common Stock | 05/07/2008 | S | 600 | D | \$ 95.8575 | 100,645 | D |
| Common Stock | 05/07/2008 | S | 10,808 | D | \$ 95.86 | 89,837 | D |
| Common Stock | 05/07/2008 | S | 200 | D | \$ 95.865 | 89,637 | D |
| Common Stock | 05/07/2008 | S | 300 | D | \$ 95.8675 | 89,337 | D |
| Common Stock | 05/07/2008 | S | 9,885 | D | \$ 95.87 | 79,452 | D |
| Common Stock | 05/07/2008 | S | 1,500 | D | \$ 95.875 | 77,952 | D |
| Common Stock | 05/07/2008 | S | 200 | D | \$ 95.8775 | 77,752 | D |
| Common Stock | 05/07/2008 | S | 5,577 | D | \$ 95.88 | 72,175 | D |
| Common Stock | 05/07/2008 | S | 100 | D | \$ 95.885 | 72,075 | D |
| Common Stock | 05/07/2008 | S | 5,384 | D | \$ 95.89 | 66,691 | D |
| Common Stock | 05/07/2008 | S | 200 | D | \$ 95.895 | 66,491 | D |
| Common Stock | 05/07/2008 | S | 4,500 | D | \$ 95.9 | 61,991 | D |
| | 05/07/2008 | S | 1,053 | D | \$ 95.905 | 60,938 | D |

Common
Stock

Common Stock 05/07/2008 S 100 D \$ 95.9075 60,838 D

Common Stock 05/07/2008 S 5,596 D \$ 95.91 55,242 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

O REILLY DAVID J
6001 BOLLINGER CANYON ROAD
SAN RAMON, CA 94583

X

Chairman of the Board and CEO

Signatures

Christopher A. Butner on behalf of David J.
O'Reilly

05/08/2008

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) The Form 4 is four of six being filed to report transactions occurring on May 7, 2008.

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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