KIRKLAND GEORGE L

Form 4 March 27, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations may continue. See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * KIRKLAND GEORGE L

(First)

(Street)

(State)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

CHEVRON CORP [CVX]

(Last)

(Middle)

(Zip)

3. Date of Earliest Transaction

(Month/Day/Year)

03/25/2009

Director 10% Owner

6001 BOLLINGER CANYON

ROAD

(City)

4. If Amendment, Date Original

Filed(Month/Day/Year)

X_ Officer (give title Other (specify **Executive Vice President**

(Check all applicable)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X 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

below)

SAN RAMON, CA 94583

		Tuble 1 1 (on Berryalive Securities Acquired, Disposed 61, 61 Beneficiary 6 whea							
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired	5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or Disposed of	Securities	Form: Direct	Indirect		
(Instr. 3)		any	Code	(D)	Beneficially	(D) or	Beneficial		
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership		
					Following	(Instr. 4)	(Instr. 4)		
				(Reported				
				(A)	Transaction(s)				
			C + V	or	(Instr. 3 and 4)				
~			Code V	Amount (D) Price					
Common	03/25/2009		A	2,200 A \$	13.920 (2)	D			

Stock Common

Stock

(1)

69.7

31,683 (3)

by 401(k) plan

SEC 1474

(9-02)

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

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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 orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	0)		7. Title and Amou Underlying Secur (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Am Nui Sha
Non-Qualified Stock Option (Right to Buy)	\$ 69.7	03/25/2009		A	170,000	<u>(4)</u>	03/25/2019	Common Stock	17

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KIRKLAND GEORGE L 6001 BOLLINGER CANYON ROAD SAN RAMON, CA 94583

Executive Vice President

Signatures

Christopher A. Butner on behalf of George L. Kirkland

03/27/2009

**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).

This number represents stock units to be paid in shares of Chevron Common Stock (one share for each stock unit) within 60 days

- (1) following November 1, 2010. The stock units earn dividend equivalents in the form of additional stock units based on the closing stock price of Chevron Common Stock on the dividend payment date.
- (2) This number includes dividend equivalent accruals (255 shares) from awards granted under the Chevron Long-Term Incentive Plan.
- (3) Between May 8, 2008 and March 25, 2009, the reporting person acquired 1,359 shares of Chevron Common Stock under the Chevron Employee Savings Investment Plan, a 401(k) plan.
- (4) One-third of the shares subject to the option vest on each of the first, second and third anniversaries of the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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