## Edgar Filing: CHEVRON CORP - Form 4

Form 4										
September 05,							OMB A	PPROVAL		
FORM	N OMB Number:	3235-0287								
Washington, D.C. 20549   Check this box if no longer   subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF   Section 16. SECURITIES   Form 4 or Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,   obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section							Expires: Estimated burden hor response	urs per		
See Instruct 1(b). (Print or Type Res	ion	30(h)	of the I	nvestment	Company Act of	1940				
1. Name and Address of Reporting Person <u>*</u> DENHAM ROBERT E			2. Issuer Name <b>and</b> Ticker or Trading Symbol CHEVRON CORP [CVX]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) MUNGER, TO LLP, 355 SOU AVENUE, 35	Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/03/2008			X_ Director 10% Owner Officer (give title Other (specify below) below)					
				Filed(Month/Day/Year) Applicable Li _X_ Form file			y One Reporting Person y One Reporting Person y More than One Reporting			
(City)	(State)	(Zip)	Tat	ole I - Non-I	Derivative Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
	Transaction Date Ionth/Day/Year)	Execution any	ed Date, if	3. Transactio Code	4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or	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		
Reminder: Repor	t on a separate line	e for each cl	ass of sec	urities benef	ficially owned directly	or indirectly.				
					information con required to resp	spond to the colle tained in this form ond unless the fo ently valid OMB co	i are not rm	SEC 1474 (9-02)		
	Tab				uired, Disposed of, or , options, convertible		I			

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	Derivativ

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)		ities ired r osed ) . 3, 4,	(Month/Day/Year)		(Instr. 3 and 4)		Security (Instr. 5)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock (1)	\$ 0 <u>(2)</u>	09/03/2008		Ι	345		<u>(1)</u>	<u>(1)</u>	Common Stock	345	\$ 84.219

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
	Director	10% Owner	Officer	Other			
DENHAM ROBERT E MUNGER, TOLLES & OLSON LLP 355 SOUTH GRAND AVENUE, 35TH FL. LOS ANGELES, CA 90071	Х						
Signatures							
Christopher A. Butner on behalf of Robert E. Denham	09/05/2008						
<u>**</u> 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 shares of phantom stock issued under the Chevron Non-Employee Directors' Equity Compensation and Deferral Plan become payable in common stock upon the reporting person's termination of service.
- (2) 1-for-1
- (3) This number includes dividend equivalent accruals (35) under the Chevron Non-Employee Directors' Equity Compensation and Deferral Plan.

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.