Zygocki Rhonda I. Form 3 March 09, 2011

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement CHEVRON CORP [CVX] A Zygocki Rhonda I. (Month/Day/Year) 03/01/2011 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 6001 BOLLINGER CANYON (Check all applicable) **ROAD** (Street) 6. Individual or Joint/Group 10% Owner Director _X__ Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting **Executive Vice President** Person SAN RAMON, CAÂ 94583 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock D 1,274 Common Stock $6,266 \frac{(1)}{2}$ I by Retirement Savings Plan Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

currently valid OMB control number.

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date	3. Title and Amount of Securities Underlying	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial
	(Month/Day/Year)	Derivative Security (Instr. 4)	or Exercise Price of	Form of Derivative	Ownership (Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Non-Qualified Stock Option (Right to Buy)	(2)	03/28/2017	Common Stock	26,000	\$ 74.08	D	Â
Non-Qualified Stock Option (Right to Buy)	(3)	03/26/2018	Common Stock	39,000	\$ 84.96	D	Â
Non-Qualified Stock Option (Right to Buy)	(4)	03/25/2019	Common Stock	45,000	\$ 69.7	D	Â
Non-Qualified Stock Option (Right to Buy)	(5)	01/27/2020	Common Stock	46,500	\$ 73.7	D	Â
Non-Qualified Stock Option (Right to Buy)	(6)	01/26/2021	Common Stock	53,000	\$ 94.64	D	Â
Phantom Stock	(7)	(7)	Common Stock	8,042	\$ (8)	D	Â
Phantom Stock Units	(9)	(9)	Common Stock	1,783	\$ <u>(9)</u>	I	Excess Benefit Plan
Phantom Stock Units	(10)	(10)	Common Stock	5,600	\$ (10)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
Fg	Director	10% Owner	Officer	Other	
Zygocki Rhonda I. 6001 BOLLINGER CANYON ROAD SAN RAMON, CA 94583	Â	Â	Executive Vice President	Â	

Signatures

Christopher A. Butner on behalf of Rhonda I. Zygocki 03/09/2011

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) As of March 4, 2011, this number represents the reporting person's shares of Chevron Corporation common stock under the Chevron Employee Savings Investment Plan, a 401(k) plan and the Chevron Taxable Savings Plan, both retirement savings plans.
- Option granted 3/28/2007. One-third of the shares subject to the option vest on each of the first, second and third anniversaries of the date of grant.
- Option granted 3/26/2008. One-third of the shares subject to the option vest on each of the first, second and third anniversaries of the date of grant.

(4)

Reporting Owners 2

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Option granted 3/25/2009. One-third of the shares subject to the option vest on each of the first, second and third anniversaries of the date of grant.

- Option granted 1/27/2010. One-third of the shares subject to the option vest on each of the first, second and third anniversaries of the date of grant.
- (6) Option granted 1/26/2011. One-third of the shares subject to the option vest on each of the first, second and third anniversaries of the date of grant.
- (7) The shares of phantom stock, which are issued under the Chevron Deferred Compensation Plan for Management Employees II, become payable after retirement or other termination of service.
- (**8**) 1-for-1
- (9) Each phantom stock unit is the economic equivalent of one share of Chevron Corporation common stock. The phantom stock units, which are issued under the Chevron ESIP-RP, are payable in cash upon the reporting person's retirement or other termination of service.
- (10) Each phantom stock unit is the economic equivalent of one share of Chevron Corporation common stock. The phantom stock units vest on January 26, 2014 and are payable in cash.

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.