

Pate R. Hewitt
 Form 4
 December 10, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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 *
 Pate R. Hewitt

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)
 12/06/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP and General Counsel

SAN RAMON, CA 94583

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

(City) (State) (Zip)

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	12/06/2018		M	11,607 A	11,607	D	
Common Stock	12/06/2018		D	11,607 D	\$ 0	D	
Common Stock	12/03/2018		G	V 70 D	\$ 0 0	I	by GRAT
Common Stock	12/03/2018		G	V 70 D	\$ 0 0	I	by Spouse GRAT
Common Stock	11/26/2018		G	V 844 D	\$ 0 20,084 (2)	I	By Pate Family Trust

Edgar Filing: Pate R. Hewitt - Form 4

Common Stock	4,376 ⁽³⁾	I	by 401(k) plan
--------------	----------------------	---	----------------

Reminder: Report on a separate line for each class of securities beneficially 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 currently valid OMB control number.

SEC 1474
(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. Pr Deri Secu (Inst	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Phantom Stock Units	\$ 0 ⁽¹⁾	12/06/2018		M	11,607 ⁽⁴⁾	<u>(1)</u>	<u>(1)</u>	Common Stock	11,607 ⁽⁴⁾

Reporting Owners

Reporting Owner Name / Address

Relationships

Director	10% Owner	Officer	Other
----------	-----------	---------	-------

Pate R. Hewitt
6001 BOLLINGER CANYON ROAD
SAN RAMON, CA 94583

VP and General Counsel

Signatures

/s/ Christine L. Cavallo, Attorney-in-Fact for R. Hewitt Pate

12/10/2018

**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).

Each phantom stock unit is the economic equivalent of one share of Chevron Corporation common stock. The phantom stock units are

(1) payable in cash upon vesting. On December 6, 2018, 40 percent of the reporting person's original grant (plus the accrued dividend equivalents) vested and were settled in cash.

(2) This number includes 1,610 shares previously reported as indirectly owned by GRAT and 1,610 shares previously reported as indirectly owned by Spouse GRAT, which are now indirectly owned by the Pate Family Trust as of November 30, 2018.

Edgar Filing: Pate R. Hewitt - Form 4

- (3) Between May 10, 2018 and December 6, 2018, the reporting person acquired 80 shares of Chevron common stock under the Chevron Employee Savings Investment Plan, a 401(k) plan.
- (4) This number includes dividend equivalent accruals that vested on December 6, 2018 (842 shares).

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.