

CHAZEN STEPHEN I
Form 4
November 12, 2009

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 *
CHAZEN STEPHEN I

2. Issuer Name and Ticker or Trading Symbol
OCCIDENTAL PETROLEUM
CORP /DE/ [OXY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)
President and CFO

(Last) (First) (Middle)

OCCIDENTAL PETROLEUM
CORPORATION, 10889
WILSHIRE BOULEVARD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
07/27/2009

LOS ANGELES, CA 90024

(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 | | 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 | Price | | | |
| Common Stock | 07/27/2009 | | G | V | 15,500 | D \$ 0 | 2,041,130 | D | |
| Common Stock | 07/28/2009 | | G | V | 11,000 | D \$ 0 | 2,030,130 | D | |
| Common Stock | 07/30/2009 | | G | V | 70,000 | D \$ 0 | 1,960,130 | D | |
| Common Stock | 11/09/2009 | | M | | 192,000 | A \$ 50.445 | 2,152,130 | D | |
| Common Stock | 11/09/2009 | | F | | 151,764 | D \$ 83.11 | 2,000,366 | D | |

Common
Stock

Common Stock 11/10/2009 G V 20,000 D \$ 0 1,980,366 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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount |
| Stock appreciation right | \$ 50.445 | 11/09/2009 | | M | 192,000 | <u>(1)</u> 07/19/2016 | Common Stock 192,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| CHAZEN STEPHEN I OCCIDENTAL PETROLEUM CORPORATION 10889 WILSHIRE BOULEVARD LOS ANGELES, CA 90024 | | | President and CFO | |

Signatures

/s/ CHRISTEL H. PAULI, Attorney-in-Fact for Stephen I. Chazen 11/12/2009

__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).

(1) The stock appreciation right vested in three equal annual installments beginning on July 19, 2007.

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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