

Foehr Matthew J.
Form 3/A
April 08, 2010

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 Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Foehr Matthew J. | | (Month/Day/Year) | CHEVRON CORP [CVX] | |
| (Last) | (First) | 04/01/2010 | | |
| 6001 BOLLINGER CANYON ROAD | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | 04/08/2010 |
| SAN RAMON,Â CAÂ 94583 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Vice Pres. and Comptroller | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 726 ⁽¹⁾ | D | Â |
| Common Stock | 12,120 ⁽²⁾ | I | by 401(k) plan |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial 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) | Â (3) | 06/29/2015 | Common Stock | 6,667 | \$ 56.76 | D | Â |
| Non-Qualified Stock Option (Right to Buy) | Â (4) | 03/23/2016 | Common Stock | 18,000 | \$ 56.63 | D | Â |
| Non-Qualified Stock Option (Right to Buy) | Â (5) | 03/28/2017 | Common Stock | 26,000 | \$ 74.08 | D | Â |
| Non-Qualified Stock Option (Right to Buy) | Â (6) | 03/26/2018 | Common Stock | 23,000 | \$ 84.96 | D | Â |
| Non-Qualified Stock Option (Right to Buy) | Â (7) | 03/25/2019 | Common Stock | 36,000 | \$ 69.7 | D | Â |
| Non-Qualified Stock Option (Right to Buy) | Â (8) | 01/27/2020 | Common Stock | 38,000 | \$ 73.7 | D | Â |
| Phantom Stock Units | Â (9) | Â (9) | Common Stock | 1,329 | \$ (9) | I | Excess Benefit Plan |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Foehr Matthew J. 6001 BOLLINGER CANYON ROAD SAN RAMON, CA 94583 | Â | Â | Â Vice Pres. and Comptroller | Â |

Signatures

Christopher A. Butner on behalf of Matthew J. Foehr
04/08/2010

__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) This number represents stock units to be paid in shares of Chevron Common Stock (one share for each stock unit) within 60 days 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) As of April 6, 2010, this number represents the reporting person's shares of Chevron Corporation common stock under the Chevron Employee Savings Investment Plan, a 401(k) plan.
 - (3) Option granted 06/29/2005. 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) Option granted 03/23/2006. One-third of the shares subject to the option vest on each of the first, second and third anniversaries of the date of grant.

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- (5) Option granted 03/28/2007. One-third of the shares subject to the option vest on each of the first, second and third anniversaries of the date of grant.
- (6) Option granted 03/26/2008. One-third of the shares subject to the option vest on each of the first, second and third anniversaries of the date of grant.
- (7) Option granted 03/25/2009. One-third of the shares subject to the option vest on each of the first, second and third anniversaries of the date of grant.
- (8) Option granted 01/27/2010. One-third of the shares subject to the option vest on each of the first, second and third anniversaries of the date of grant.
- (9) Each phantom stock unit is the economic equivalent of one share of Chevron Corporation common stock. The phantom stock units are payable in cash upon the reporting person's retirement or other termination of service.

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Remarks:

ThisÂ amendmentÂ isÂ beingÂ filedÂ becauseÂ theÂ PowerÂ ofÂ AttorneyÂ inÂ theÂ initialÂ FormÂ 3Â wasÂ inadvertent

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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