

NELSON MARK A
Form 3
February 08, 2018

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 NELSON MARK A | | (Month/Day/Year) | CHEVRON CORP [CVX] | |
| (Last) | (First) | 02/01/2018 | | |
| 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) | |
| 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 President | |

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 | 655 | D | Â |
| Common Stock | 12,985 ⁽¹⁾ | 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 (2) | 01/30/2023 | Common Stock | 29,500 | \$ 116.45 | D | Â |
| Non-Qualified Stock Option (Right to Buy) | Â (3) | 01/29/2024 | Common Stock | 25,000 | \$ 116 | D | Â |
| Non-Qualified Stock Option (Right to Buy) | Â (4) | 01/28/2025 | Common Stock | 47,700 | \$ 103.71 | D | Â |
| Non-Qualified Stock Option (Right to Buy) | Â (5) | 01/27/2026 | Common Stock | 69,700 | \$ 83.29 | D | Â |
| Non-Qualified Stock Option (Right to Buy) | Â (6) | 01/25/2027 | Common Stock | 18,100 | \$ 117.24 | D | Â |
| Non-Qualified Stock Option (Right to Buy) | Â (7) | 01/31/2028 | Common Stock | 27,700 | \$ 125.35 | D | Â |
| Phantom Stock Units | Â (8) | Â (8) | Common Stock | 3,050 | \$ (8) | I | Excess Benefit Plan |
| Restricted Stock Units | Â (9) | Â (9) | Common Stock | 5,310 | \$ (9) | D | Â |
| Restricted Stock Units | Â (10) | Â (10) | Common Stock | 2,451 | \$ (10) | D | Â |
| Restricted Stock Units | Â (11) | Â (11) | Common Stock | 4,020 | \$ (11) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| NELSON MARK A 6001 BOLLINGER CANYON ROAD SAN RAMON, CA 94583 | Â | Â | Â Vice President | Â |

Signatures

/s/ Christine L. Cavallo, Attorney-in-Fact for Mark A.
Nelson

02/08/2018

**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 the reporting person's shares of Chevron Corporation common stock under the Chevron Corporation Employee Savings and Investment Plan, a 401 (k) plan.

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- (2) Option granted 1/30/2013. One-third of the shares subject to the option vested on each of the first, second and third anniversaries of the date of grant.
- (3) Option granted 1/29/2014. One-third of the shares subject to the option vested on each of the first, second and third anniversaries of the date of grant.
- (4) Option granted 1/28/2015. One-third of the shares subject to the option vested on each of the first, second and third anniversaries of the date of grant.
- (5) Option granted 1/27/2016. One-third of the shares subject to the option vested on each of the first and second anniversaries of the date of grant. The balance of the shares vests on the third anniversary of the date of grant.
- (6) Option granted 1/25/2017. One-third of the shares subject to the option vested January 31, 2018, and one-third of the shares subject to the option will vest on January 31, 2019 and January 31, 2020, respectively.
- (7) Option granted 1/31/2018. One-third of the shares subject to the option vest on January 31, 2019, January 31, 2020 and January 31, 2021, respectively.
- (8) 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.
- (9) Restricted stock units granted on 1/27/2016 under the Chevron Corporation Long-Term Incentive Plan. Each restricted stock unit is the economic equivalent of one share of Chevron Corporation common stock. The restricted stock units are payable in cash upon vesting on January 27, 2019.

Restricted stock units granted on 1/25/2017 under the Chevron Corporation Long-Term Incentive Plan. Each restricted stock unit is the economic equivalent of one share of Chevron Corporation common stock. Restricted stock units accrue dividend equivalents in the form of additional restricted stock units and are payable in cash upon vesting on January 31, 2022.
- (10) Restricted stock units granted on 1/31/2018 under the Chevron Corporation Long-Term Incentive Plan. Each restricted stock unit is the economic equivalent of one share of Chevron Corporation common stock. Restricted stock units accrue dividend equivalents in the form of additional restricted stock units and are payable in cash upon vesting on January 31, 2023.

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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