

OCCIDENTAL PETROLEUM CORP /DE/  
Form 8-K  
October 14, 2015

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

**FORM 8-K**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**  
**Date of report (Date of earliest event reported): October 8, 2015**

**Occidental Petroleum Corporation**  
**(Exact Name of Registrant as Specified in Charter)**

**Delaware**  
**(State or Other Jurisdiction**  
  
**of Incorporation)**

**1-9210**  
**(Commission**  
  
**File Number)**

**95-4035997**  
**(IRS Employer**  
  
**Identification No.)**

**5 Greenway Plaza, Suite 110**

**Houston, Texas**  
**(Address of Principal Executive Offices)**

**77046**  
**(Zip Code)**

**Registrant's Telephone Number, Including Area Code: (713) 215-7000**

**Not Applicable**

**(Former Name or Former Address, if Changed Since Last Report)**

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.03     Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On October 8, 2015, the Board of Directors of Occidental Petroleum Corporation (the Company) amended the Company's By-Laws (By-Laws), effective immediately, to implement proxy access. Article III, Section 15 has been added to the By-Laws to permit a stockholder, or a group of up to 20 stockholders, owning 3% or more of the Company's outstanding common stock continuously for at least three years to nominate and include in the Company's proxy materials directors constituting up to two individuals or 20% of the Board, whichever is greater, provided that the stockholder(s) and the nominee(s) satisfy the requirements specified in the By-Laws. The By-Laws were also amended to make clarifications, updates and other non-substantive changes.

The foregoing description of the amendment to the By-Laws is qualified in its entirety by reference to the text of the By-Laws, which are filed as Exhibit 3.(ii) to this Current Report on Form 8-K and incorporated herein by reference.

**Item 9.01.     Financial Statements and Exhibits.**

(d) *Exhibits.*

<b>Exhibit No.</b>	<b>Description</b>
3.(ii)	By-laws of Occidental, as amended through October 8, 2015.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Occidental Petroleum Corporation**

By: /s/ Jennifer M. Kirk  
Name: Jennifer M. Kirk  
Title: Vice President and Controller

DATED: October 14, 2015

**EXHIBIT INDEX**

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