

OCCIDENTAL PETROLEUM CORP /DE/
Form 4
July 12, 2016

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 *
Elliott Joseph C.

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)
Vice President

(Last) (First) (Middle)
OCCIDENTAL PETROLEUM CORPORATION, 5 GREENWAY PLAZA, SUITE 110
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/08/2016

HOUSTON, TX 77046
(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 (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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	07/08/2016		M			551	A	Ⓣ	8,856	D	
Common Stock	07/08/2016		D			275	D	\$ 76.13	8,581	D	
Common Stock	07/08/2016		F			76	D	\$ 76.13	8,505	D	
Common Stock	07/09/2016		M			630	A	Ⓣ	9,135	D	
	07/09/2016		D			315	D		8,820	D	

Common Stock						\$ 76.13			
Common Stock	07/09/2016		F	87	D	\$ 76.13	8,733	D	
Common Stock							4,053 ⁽⁴⁾	I	By OPC Savings Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Pri Deriv Secur (Instr	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Long-Term Incentive Units	<u>(1)</u>	07/08/2016		M	551	<u>(2)</u>	<u>(2)</u>	Common Stock	551
Long-Term Incentive Units	<u>(1)</u>	07/09/2016		M	630	<u>(3)</u>	<u>(3)</u>	Common Stock	630

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Elliott Joseph C. OCCIDENTAL PETROLEUM CORPORATION 5 GREENWAY PLAZA, SUITE 110 HOUSTON, TX 77046			Vice President	

Signatures

/s/ Kelly A. Gaide, Attorney-in-Fact for Joseph C.
Elliott

07/12/2016

__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).

- Long-term incentive units ("LTIs") are payable 50% in shares of the issuer's common stock and 50% in cash based on the value of a share
- (1) of the issuer's common stock on the applicable vesting date. LTIs vest in three equal installments beginning on the first anniversary of the grant date.
 - (2) On July 9, 2014, the reporting person was granted an award of 1,570 LTIs, which was adjusted upward by 85 LTIs in connection with the spin-off of California Resources Corporation.
 - (3) On July 10, 2013, the reporting person was granted an award of 1,793 LTIs, which was adjusted upward by 97 LTIs in connection with the spin-off of California Resources Corporation.
 - (4) Based on a plan statement dated June 30, 2016.

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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