

MORGAN JOHN W
Form 4
November 19, 2004

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 *
MORGAN JOHN W

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
EVP

C/O OCCIDENTAL PETROLEUM CORP, 10889 WILSHIRE BLVD

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

(Street)

LOS ANGELES, CA 90024

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Common Stock | 11/17/2004 | | M | A | 4,323 | \$ 23.125 | 223,489 D |
| Common Stock | 11/17/2004 | | M | A | 4,102 | \$ 24.375 | 227,591 D |
| Common Stock | 11/17/2004 | | M | A | 3,940 | \$ 25.375 | 231,531 D |
| Common Stock | 11/17/2004 | | M | A | 3,849 | \$ 26 | 235,380 D |
| Common Stock | 11/17/2004 | | M | A | 4,980 | \$ 20.0625 | 240,360 D |

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Common Stock 400 I by wife

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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee stock option (right to buy) | \$ 23.125 | 11/17/2004 | | M | 4,323 | <u>(1)</u> 04/27/2005 | Common Stock | 4,323 |
| Employee stock option (right to buy) | \$ 24.375 | 11/17/2004 | | M | 4,102 | <u>(2)</u> 07/10/2006 | Common Stock | 4,102 |
| Employee stock option (right to buy) | \$ 25.375 | 11/17/2004 | | M | 3,940 | <u>(3)</u> 07/02/2007 | Common Stock | 3,940 |
| Employee stock option (right to buy) | \$ 26 | 11/17/2004 | | M | 3,849 | <u>(4)</u> 07/08/2008 | Common Stock | 3,849 |
| Employee stock option (right to buy) | \$ 20.0625 | 11/17/2004 | | M | 4,980 | <u>(5)</u> 07/19/2010 | Common Stock | 4,980 |

buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| MORGAN JOHN W C/O OCCIDENTAL PETROLEUM CORP 10889 WILSHIRE BLVD LOS ANGELES, CA 90024 | | | EVP | |

Signatures

| | |
|---|------------|
| Christel H. Pauli, Attorney-in-Fact for John W. Morgan | 11/19/2004 |
|---|------------|

__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 option vested in three equal annual installments beginning on April 27, 1996.
- (2) The option vested in three equal annual installments beginning on July 10, 1997.
- (3) The option vested in three equal annual installments beginning on July 2, 1998.
- (4) The option vested in three equal annual installments beginning on July 8, 1999.
- (5) The option vested in three equal annual installments beginning on July 19, 2001.

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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