

Exchange Act. "

Item 8.01 Other Events.

On April 11, 2019, Anadarko Petroleum Corporation (“Anadarko”), the indirect general partner and majority unitholder of Western Midstream Partners, LP, which is the indirect general partner and majority unitholder of Western Midstream Operating, LP, entered into an agreement and plan of merger (the “Merger Agreement”) by and among Anadarko, Chevron Corporation (“Chevron”), Justify Merger Sub 1 Inc., a wholly owned subsidiary of Chevron (“Merger Subsidiary 1”), and Justify Merger Sub 2 Inc., a wholly owned subsidiary of Chevron (“Merger Subsidiary 2”).

The Merger Agreement provides that, among other things and subject to the terms and conditions of the Merger Agreement, in exchange for a combination of cash and shares of common stock of Chevron, (1) Merger Subsidiary 1 will be merged with and into Anadarko (the “Merger”), with Anadarko surviving and continuing as the surviving corporation in the Merger as a direct, wholly owned subsidiary of Chevron, and (2) immediately after the effective time of the Merger, Anadarko will be merged with and into Merger Subsidiary 2 (together with the Merger, the “Combination”), with Merger Subsidiary 2 surviving as a direct, wholly owned subsidiary of Chevron. Anadarko expects the Combination to close in the second half of 2019, although it is subject to Anadarko shareholder approval, as well as obtaining regulatory approvals and other customary closing conditions.

SIGNATURES

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.

WESTERN MIDSTREAM
OPERATING, LP

By: Western
Midstream
Operating
GP, LLC,
its general
partner

Dated: April 17, 2019 By: /s/ John D.
Montanti
John D.
Montanti
Vice
President,
General
Counsel
and
Corporate
Secretary