

Lowe Edward A.
Form 4
February 15, 2019

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 *
Lowe Edward A.

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)
Executive Vice President

(Last) (First) (Middle)

OCCIDENTAL PETROLEUM
CORPORATION, 5 GREENWAY
PLAZA, STE. 110

3. Date of Earliest Transaction
(Month/Day/Year)
02/13/2019

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

HOUSTON, TX 77046

(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 Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock	02/13/2019		A ⁽¹⁾	20,007	A	\$ 0	172,436	D
Common Stock	02/13/2019		F ⁽²⁾	7,869	D	\$ 65.85	164,567	D
Common Stock	02/13/2019		A ⁽¹⁾	731	A	\$ 0	165,298	D
Common Stock	02/13/2019		F ⁽²⁾	284	D	\$ 65.85	165,014	D
	02/15/2019		A ⁽³⁾	23,441	D	\$ 0	188,455	D

Common
Stock

Common
Stock

1,177 ⁽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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(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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lowe Edward A. OCCIDENTAL PETROLEUM CORPORATION 5 GREENWAY PLAZA, STE. 110 HOUSTON, TX 77046			Executive Vice President	

Signatures

/s/ Jenarae N. Garland, Attorney-in-Fact for Edward A. Lowe
Date: 02/15/2019

**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).

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- (1) Represents shares of common stock received upon the vesting of a performance stock unit award granted under the Issuer's 2015 Long-Term Incentive Plan (2015 LTIP).
- (2) Represents shares of common stock withheld to satisfy tax withholding obligations.
- (3) Award of restricted stock units (RSUs) pursuant to the 2015 LTIP. Each RSU represents a contingent right to receive one share of the Issuer's common stock upon vesting. The RSUs will vest in three equal annual installments beginning on February 28, 2020.
- (4) Based on a plan statement dated February 14, 2019.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.