

OCCIDENTAL PETROLEUM CORP /DE/  
 Form 4  
 May 25, 2005

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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**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)  
**05/24/2005**

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**Executive Vice President**

**C/O OCCIDENTAL PETROLEUM CORP, 10889 WILSHIRE BLVD**  
 (Street)

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

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock                    | 05/24/2005                           |  | M                              |   | 20,898  | A  | \$ 24.375                         |
| Common Stock                    | 05/24/2005                           |  | S                              |   | 20,898  | D  | \$ 69.75                          |
| Common Stock                    | 05/24/2005                           |  | M                              |   | 26,060  | A  | \$ 25.375                         |
| Common Stock                    | 05/24/2005                           |  | S                              |   | 26,060  | D  | \$ 69.75                          |
| Common Stock                    | 05/24/2005                           |  | M                              |   | 76,151  | A  | \$ 26                             |
|                                 |                                      |  |                                |   |   |  | 297,994                           |
|                                 |                                      |  |                                |   |   |  | 277,096                           |
|                                 |                                      |  |                                |   |   |  | 303,156                           |
|                                 |                                      |  |                                |   |   |  | 277,096                           |
|                                 |                                      |  |                                |   |   |  | 353,247                           |

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|              |            |   |        |   |          |         |   |         |
|--------------|------------|---|--------|---|----------|---------|---|---------|
| Common Stock | 05/24/2005 | S | 76,151 | D | \$ 69.75 | 277,096 | D |         |
| Common Stock | 05/24/2005 | M | 259    | A | \$ 26.75 | 277,355 | D |         |
| Common Stock | 05/24/2005 | S | 259    | D | \$ 69.75 | 277,096 | D |         |
| Common Stock | 05/24/2005 | M | 885    | A | \$ 26.43 | 277,981 | D |         |
| Common Stock | 05/24/2005 | S | 885    | D | \$ 69.75 | 277,096 | D |         |
| Common Stock |            |   |        |   |          | 400     | I | by wife |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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)<br>(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) |
|--|--|--------------------------------------|--|--------------------------------|--|---------|--|-----------------|---|
|  |  |                                      |  |                                | V  | (A) (D) | Date Exercisable   | Expiration Date |   |
| Employee stock option (right to buy)       | \$ 24.375  | 05/24/2005                           |  | M                              |  | 20,898  | <u>(1)</u>   | 07/10/2006      | Common Stock 20,898   |
| Employee stock option (right to buy)       | \$ 25.375  | 05/24/2005                           |  | M                              |  | 26,060  | <u>(2)</u>   | 07/02/2007      | Common Stock 26,060   |
| Employee stock option (right to buy)       | \$ 26  | 05/24/2005                           |  | M                              |  | 76,151  | <u>(3)</u>   | 07/08/2008      | Common Stock 76,151   |

|  |          |            |   |     |     |            |                 |     |  |
|--|----------|------------|---|-----|-----|------------|-----------------|-----|--|
| buy)   |          |            |   |     |     |            |                 |     |  |
| Employee<br>stock<br>option<br>(right to<br>buy) | \$ 26.75 | 05/24/2005 | M | 259 | (4) | 07/11/2011 | Common<br>Stock | 259 |  |
| Employee<br>stock<br>option<br>(right to<br>buy) | \$ 26.43 | 05/24/2005 | M | 885 | (5) | 07/17/2012 | Common<br>Stock | 885 |  |

## Reporting Owners

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

## Signatures

/s/ LINDA S. PETERSON, Attorney-in-Fact for John W.  
Morgan

05/25/2005

\_\_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 July 10, 1997.
- (2) The option vested in three equal annual installments beginning on July 2, 1998.
- (3) The option vested in three equal annual installments beginning on July 8, 1999.
- (4) The option vested in three equal annual installments beginning on July 11, 2002.
- (5) The option vests in three equal annual installments beginning on July 17, 2003.

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.