

OCCIDENTAL PETROLEUM CORP /DE/

Form 4

February 24, 2003

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB  
APPROVALOMB Number:  
3235-0287**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**Expires: January 31,  
2005

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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(Print or Type Responses)

|                                          |         |                                                                               |  |                                                                            |                                                |
|------------------------------------------|---------|-------------------------------------------------------------------------------|--|----------------------------------------------------------------------------|------------------------------------------------|
| 1. Name and Address of Reporting Person* |         | 2. Issuer Name <b>and</b> Ticker or Trading Symbol                            |  | 6. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |                                                |
| Huffman, Kenneth J.                      |         | Occidental Petroleum Corporation                                              |  |                                                                            |                                                |
|                                          |         | OXY                                                                           |  |                                                                            |                                                |
| (Last)                                   | (First) |                                                                               |  | <input type="checkbox"/> Director                                          | <input type="checkbox"/> 10% Owner             |
| (Middle)                                 |         |                                                                               |  | <input checked="" type="checkbox"/> Officer (give title below)             | <input type="checkbox"/> Other (specify below) |
| Occidental International Corporation     |         | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) |  | 4. Statement for Month/Day/Year                                            |                                                |
| 1230 Avenue of the Americas, 16th Floor  |         |                                                                               |  | 02/21/2003                                                                 |                                                |
| (Street)                                 |         |                                                                               |  | Vice President - Investor Relations                                        |                                                |
| New York, New York 10020                 |         | 5. If Amendment, Date of Original (Month/Year)                                |  |                                                                            |                                                |
| (City)                                   | (State) |                                                                               |  | 7. Individual or Joint/Group Filing (Check Applicable Line)                |                                                |
| (Zip)                                    |         |                                                                               |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person     |                                                |
|                                          |         |                                                                               |  | <input type="checkbox"/> Form filed by More than One Reporting Person      |                                                |

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security<br>(Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2a. Deemed<br>Execution<br>Date, if any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned at End<br>of Month<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------|--------------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common Stock                       | 02/21/2003                                 |                                                             | M                                    | 4,545 A \$22.0000                                                       |                                                                                            | D                                                                       |                                                                   |
| Common Stock                       | 02/21/2003                                 |                                                             | S                                    | 4,545 D \$29.2500                                                       |                                                                                            | D                                                                       |                                                                   |

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|              |            |   |       |   |           |        |   |
|--------------|------------|---|-------|---|-----------|--------|---|
| Common Stock | 02/21/2003 | M | 5,455 | A | \$22.0000 |        | D |
| Common Stock | 02/21/2003 | S | 5,455 | D | \$29.2500 | 16,231 | D |
|              |            |   |       |   |           |        |   |
|              |            |   |       |   |           |        |   |
|              |            |   |       |   |           |        |   |
|              |            |   |       |   |           |        |   |

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

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Page 1 of 2

FORM 4 (continued)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br><br>(Instr. 3) | 2. Conversion or<br>Exercise<br><br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br><br>(Month/<br>Day/<br>Year) | 3a. Deemed<br>Execution<br>Date,<br>if any<br><br>(Month/<br>Day/<br>Year) | 4. Transaction<br>Code<br>(Instr.<br>8) | 5. Number of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br><br>(Month/Day/<br>Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br><br>(Instr. 3 and<br>4) | 8. Price<br>of<br>Derivative<br>Security<br><br>(Instr. 5) | 9. Number<br>of Derivative<br>Securities<br>Beneficially<br>Owned at End<br>of Month<br>(Instr. 4) | 10. Ownership<br>Form of Derivative<br>Security:<br>Direct (D) or<br>Indirect (I)<br>(Instr. 4) | 11. Nature<br>of Interest<br>Beneficially<br>Owned<br>(Instr. 4) |
|---------------------------------------------------------|------------------------------------------------------------------------|--------------------------------------------------------|----------------------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------|----------------------------------------------------------------------------------|------------------------------------------------------------|----------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------|------------------------------------------------------------------|
| Employee<br>stock option<br>(right to buy)              | \$22.0000                                                              | 02/21/03                                               |                                                                            | M                                       | 4,545                                                                                                          | (1) 04/28/03                                                           | Common<br>Stock                                                                  | 4,545                                                      | 0                                                                                                  | D                                                                                               |                                                                  |
| Employee<br>stock option<br>(right to buy)              | \$22.0000                                                              | 02/21/03                                               |                                                                            | M                                       | 5,455                                                                                                          | (1) 05/28/03                                                           | Common<br>Stock                                                                  | 5,455                                                      | 0                                                                                                  | D                                                                                               |                                                                  |

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Explanation of Responses:

- (1) The option vested in three equal annual installments beginning on April 28, 1994.

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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 control number.

/s/ CHRISTEL H. PAULI

\*\*Signature of Reporting Person

Christel H. Pauli, Attorney-in-Fact  
for Kenneth J. Huffman

February 24,  
2003

Date