

OCCIDENTAL PETROLEUM CORP /DE/  
 Form 4  
 October 11, 2002

**FORM 4**

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

OMB  
 APPROVAL

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB Number:  
 3235-0287

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  
 Estimated average burden hours per response.... 0.5

(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 (Check all applicable)	
McGee, Robert M.		Occidental Petroleum Corporation			
_____ (Last) (First) (Middle)		OXY		____ Director ____ 10% Owner	
Occidental International Corporation		3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		____ Officer (give title below) ____ Other (specify below)	
1717 Pennsylvania Avenue, N.W., Suite 400					
_____ (Street)		4. Statement for Month/Day/Year		Vice President	
Washington, D.C. 20006		07/17/2002		5. If Amendment, Date of Original (Month/Year)	
_____ (City) (State) (Zip)				7. Individual or Joint/Group Filing (Check Applicable Line)	
				____ Form filed by One Reporting Person	
				____ Form filed by More than One Reporting Person	

**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 at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial or Ownership (Instr. 4)
			Code V	Amount (A) or (D) Price			

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).

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FORM 4 (continued)

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	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 Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Direct or Beneficial Ownership (Instr. 4)
Employee stock option (right to buy)	\$26.4300	07/17/02		A V	25,000	(1) 07/17/12	Common Stock 25,000		25,000	D	
Phantom stock units	1-for-1	07/17/02		A <sup>(2)</sup> V	7,863	(3) (3)	Common Stock 7,863	\$26.4300	17,466	D	

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Explanation of Responses:

- (1) The option vests in three equal annual installments beginning on July 17, 2003.
- (2) Grant of restricted stock units pursuant to the the Occidental Petroleum Corporation 2001 Incentive Compensation Plan.
- (3) Phantom stock units to be settled for common stock upon retirement or termination of employment.

\*\* 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	October 11, 2002
**Signature of Reporting Person Christel H. Pauli, Attorney-in-Fact for Robert M. McGee	Date