

CHEVRON CORP
Form DEFA14A
April 13, 2009

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

Chevron Corporation

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

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Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

***** Exercise Your *Right to Vote* *****

IMPORTANT NOTICE Regarding the Availability of Proxy Materials

CHEVRON CORPORATION

Meeting Information

Meeting Type: Annual

For holders as of: 04/01/09

Date: 05/27/09 **Time:** 8:00 A.M., PDT

Location: Chevron Park Auditorium
6001 Bollinger Canyon Road

San Ramon, California 94583-2324

ATTN: CORPORATE GOVERNANCE DEPARTMENT

6001 BOLLINGER CANYON ROAD

SAN RAMON, CA 94583-2324

You are receiving this communication because you hold shares in the company named above.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at www.proxyvote.com or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

Before You Vote

How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:

NOTICE OF THE 2009 ANNUAL MEETING AND THE 2009 PROXY STATEMENT

2008 ANNUAL REPORT

How to View Online:

Have the 12-Digit Control Number available (located on the following page) and visit: www.proxyvote.com.

How to Request and Receive a PAPER or E-MAIL Copy:

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- 1) *BY INTERNET:* www.proxyvote.com
- 2) *BY TELEPHONE:* 1-800-579-1639
- 3) *BY E-MAIL* *: sendmaterial@proxyvote.com

* If requesting materials by e-mail, please send a blank e-mail with the 12-Digit Control Number (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. To facilitate timely delivery, please make the request as instructed above on or before 05/13/09.

How To Vote

Please Choose One of the Following Voting Methods

Vote In Person: Please review the proxy materials for directions to the annual meeting. To be admitted to the meeting, you must have a government-issued photo identification and an admission ticket. **THIS NOTICE WILL SERVE AS AN ADMISSION TICKET.** At the meeting, you will need to request a ballot to vote these shares.

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Vote By Internet: To vote now by Internet, go to www.proxyvote.com. Have the 12-Digit Control Number available (located on the following page) and follow the instructions.

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

Voting Items

Your Board recommends a vote FOR and, unless you vote Against or Abstain, your proxy holders will vote FOR the election of the following Directors 1a through 1n:

- 1a. S. H. Armacost
- 1b. L. F. Deily
- 1c. R. E. Denham
- 1d. R. J. Eaton
- 1e. E. Hernandez
- 1f. F. G. Jenifer
- 1g. S. Nunn
- 1h. D. J. O Reilly
- 1i. D. B. Rice
- 1j. K. W. Sharer
- 1k. C. R. Shoemate
- 1l. R. D. Sugar
- 1m. C. Ware
- 1n. J. S. Watson

Your Board recommends a vote FOR and, unless you vote Against or Abstain, your proxy holders will vote FOR management proposals 2, 3 and 4:

- 2. Ratification of Independent Registered Public Accounting Firm
- 3. Approve the Material Terms of Performance Goals for Performance-Based Awards Under the Chevron Incentive Plan
- 4. Approve the Material Terms of Performance Goals for Performance-Based Awards Under the Long-Term Incentive Plan of Chevron Corporation

Your Board recommends a vote AGAINST and, unless you vote For or Abstain, your proxy holders will vote AGAINST stockholder proposals 5, 6, 7, 8, 9 and 10:

- 5. Special Stockholder Meetings
- 6. Advisory Vote on Summary Compensation Table
- 7. Greenhouse Gas Emissions
- 8. Country Selection Guidelines
- 9. Human Rights Policy
- 10. Host Country Laws

