FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

[] 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 Response	es)												
Name and Address	of Reporting Person*		2.	Issuer Name and Ticker or T	Relationship of Reporting Person(s) to Issuer (Check all applicable)								
Morgan, John W.			_	Occidental Petroleum Corporation OXY					Director		10%	o Owner	
(Last) Occidental Petroleur 10889 Wilshire Bou		(Middle)	3.	I.R.S. Identification Number of Reporting Person, if an	4. Statement for Month/Day/Year 02/12/2003 5. If Amendment, Date of Original			X	Officer (gi below)	ve title	Othe	Other (specify below)	
	(Street)		-	entity (voluntary)				Executive Vice President					
Los Angeles, Califor	rnia 90024		_			nth/Year)			dual or Joint/	Group Filing	(Check	Applicable	
(City)	(State)	(Zip)						Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
	Table	e I - Non-Deriv	/at	ive Securities Acquir	ed, Dis _l	posed of, or	Benefici	ally C	wned				
Title of Security (Instr. 3)	Transaction Date (Month/Day/ Year)	2a. Deemed Execution Date, if any (Month/Day/	3	3. Transaction Code 4. (Instr. 8)	Securities Disposed (Instr. 3, 4		r 5		rities ficially ed at End	6. Ownersi Form: Direct (I Indirect	O) or	Nature of Indirect Beneficial Ownership	
		Year)		Code V	Amount	(A) or (D)	Price	(Instr	. 3 and 4)	(Instr. 4)		(Instr. 4)	
Reminder: Report on a s	•			eficially owned directly or ind on 4(b)(v).	irectly.								
				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)

Title of Derivative 2. Security (Instr. 3)

Conver- 3. sion or Exercise Price of Derivative Security

Transaction Date (Month/ Day/

Year)

3a. Deemed 4. Execution Date,

(Month/

Transac- 5. tion Code (Instr. 8)

Number of Deriv-6. ative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

Date Exercisable and Expiration Date . (Month/Day/

Title and Amount of 8. Underlying Securities (Instr. 3 and 4)

Price 9. Derivative ity

Number 10. Owner - 11. Naof Dership Form ivative of De-Securities rivative Bene-

ficially

of Indirect Bene-Securficial ity: Own-

			Day/ Year)	Code	٧	(A)	(D)	Date Exer- cisable	Expira- tion Date	Title	Amount or Number of Shares	(Instr. 5)	Owned at End of Month (Instr. 4)	Direct (D) or Indi- rect (I) (Instr. 4)	ership (Instr. 4)
Phantom stock units	1-for-1	02/12/03		A (1)		26,964		(2)	(2)	Common Stock	26,964	\$28.80	66,862	D	
Explanation of Responsible (1) Phantom stock of performance stock of performance stock of the control of the co	k units issue	ed in connecti	on with a	n electio	on ma	de pursuan	t to the	Occidenta	l Petrole	um Corpora	ntion 1995	5 Incentiv	ve Stock Pl	an to defe	r receipt
(2) Phantom stoc		e settled for co	ommon st	ock upo	n reti	rement or t	erminat	tion of emp	oloyment	t.					
** Intentional missta See 18 U.S.C. 10			constitute F	=ederal Cr	riminal	Violations.									
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.									ISTEL H			February 1			

Christel H. Pauli, Attorney-in-Fact for John W. Morgan

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.