

PREMCOR INC
Form 4
January 29, 2003

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 and Ticker or Trading Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Occidental Petroleum Corporation		Premcor Inc. PCO		<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last) (Middle)	(First)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		4. Statement for Month/Day/Year	
Occidental Petroleum Corporation		3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		4. Statement for Month/Day/Year	
10889 Wilshire Boulevard		95-4035997		01/29/2003	
(Street)		5. If Amendment, Date of Original (Month/Year)			
Los Angeles, California 90024		95-4035997		5. If Amendment, Date of Original (Month/Year)	
(City) (Zip)	(State)	7. Individual or Joint/Group Filing (Check Applicable Line)			
		<input type="checkbox"/> Form filed by One Reporting Person			
		<input checked="" 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 (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)
Common Stock	01/29/2003		P	274,573 A \$19.20	1,908,209	D	
Common Stock	01/29/2003		P	1,025,427 A \$19.20	7,126,437	I	(1)

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).

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 (Instr. 8)	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 Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Beneficial Ownership (Instr. 4)

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Explanation of Responses:

(1) Owned by Occidental C.O.B. Partners, an indirect wholly-owned subsidiary of Occidental Petroleum Corporation.

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

OCCIDENTAL PETROLEUM
CORPORATION

Note: File three copies of this Form, one of which must be manually signed.
If space is insufficient, see Instruction 6 for procedure.

By: /s/ STEPHEN I. CHAZEN January 29, 2003

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.

**Signature of Reporting Person
Name: Stephen I. Chazen

Date

Title: Chief Financial Officer and
Executive Vice President -
Corporate Development

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JOINT FILER INFORMATION

Name: Occidental C.O.B. Partners

Address: 110 West 7th Street
P.O. Box 300
Tulsa, Oklahoma 74102

Designated Filer: Occidental Petroleum Corporation

Issuer & Ticker Symbol: Premcor Inc. (PCO)

Date of Event Requiring Statement: 01/29/2003

Signature:

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OCCIDENTAL C.O.B. PARTNERS
by OXY USA Inc., its managing partner

By: /s/ STEPHEN I. CHAZEN

Stephen I. Chazen
Executive Vice President

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JOINT FILER INFORMATION

Name: Placid Oil Company
Address: 10889 Wilshire Boulevard
Los Angeles, California 90024
Designated Filer: Occidental Petroleum Corporation
Issuer & Ticker Symbol: Premcor Inc. (PCO)
Date of Event Requiring Statement: 01/29/2003
Signature: PLACID OIL COMPANY

By: /s/ STEPHEN I. CHAZEN

Stephen I. Chazen
Executive Vice President

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JOINT FILER INFORMATION

Name: OXY USA Inc.
Address: 5 Greenway Plaza
Houston, Texas 77046

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Designated Filer: Occidental Petroleum Corporation
Issuer & Ticker Symbol: Premcor Inc. (PCO)
Date of Event Requiring Statement: 01/29/2003
Signature: OXY USA INC.
By: /s/ STEPHEN I. CHAZEN

Stephen I. Chazen
Executive Vice President

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JOINT FILER INFORMATION

Name: Occidental Oil and Gas Holding Corporation
Address: 10889 Wilshire Boulevard
Los Angeles, California 90024
Designated Filer: Occidental Petroleum Corporation
Issuer & Ticker Symbol: Premcor Inc. (PCO)
Date of Event Requiring Statement: 01/29/2003
Signature: OCCIDENTAL OIL AND GAS HOLDING CORPORATION
By: /s/ STEPHEN I. CHAZEN

Stephen I. Chazen
Executive Vice President

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JOINT FILER INFORMATION

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Name: Occidental Petroleum Investment Co.

Address: 10889 Wilshire Boulevard
Los Angeles, California 90024

Designated Filer: Occidental Petroleum Corporation

Issuer & Ticker Symbol: Premcor Inc. (PCO)

Date of Event Requiring Statement: 01/29/2003

Signature: OCCIDENTAL PETROLEUM INVESTMENT CO.

By: /s/ J.R. HAVERT

J. R. Havert
Vice President and Treasurer