UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

DIVISION OF
CORPORATION FINANCE

January 6, 2026

Elizabeth A. Ising
Gibson, Dunn & Crutcher LLP

Re: Occidental Petroleum Corporation (the "Company")
Incoming Letter dated December 29, 2025

Dear Elizabeth A. Ising:

This letter is in response to your correspondence concerning the shareholder proposal (the "Proposal") submitted to the Company by John Chevedden for inclusion in the Company's proxy materials for its upcoming annual meeting of security holders.

The Company represents that it has a reasonable basis to exclude the Proposal. Based solely on that representation, we will not object if the Company excludes the Proposal from its proxy materials.

Copies of all of the correspondence on which this response is based will be made available on our website.

Sincerely,

Division of Corporation Finance
Office of Chief Counsel

cc: John Chevedden

GIBSON DUNN

Elizabeth A. Ising
Partner
T: +1 202.955.8287
EIsing@gibsondunn.com

December 29, 2025

VIA ONLINE PORTAL SUBMISSION

Office of Chief Counsel
Division of Corporation Finance
Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549

Re: *Occidental Petroleum Corporation*
Shareholder Proposal of John Chevedden
Securities Exchange Act of 1934—Rule 14a-8

Ladies and Gentlemen:

This letter notifies the staff of the Division of Corporation Finance (the "Staff") of the Securities and Exchange Commission (the "Commission") that our client, Occidental Petroleum Corporation (the "Company"), intends to omit from its proxy statement and form of proxy for its 2026 Annual Meeting of Shareholders (collectively, the "2026 Proxy Materials") a shareholder proposal (the "Proposal") and statement in support thereof (the "Supporting Statement") received from John Chevedden (the "Proponent").

Pursuant to Rule 14a-8(j) and the *Statement Regarding the Division of Corporation Finance's Role in the Exchange Act Rule 14a-8 Process for the Current Proxy Season* issued by the Staff on November 17, 2025, we hereby request that the Staff confirm that it will not object if the Company omits the Proposal from the 2026 Proxy Materials. In this regard, the Company represents that the Company has a reasonable basis to exclude the Proposal based on the provisions of Rule 14a-8, prior published guidance, and/or judicial decisions pursuant to Rule 14a-8(i)(3).

As discussed in greater detail in Exhibit A, the Proposal may be excluded from the 2026 Proxy Materials because the Proposal is impermissibly vague and indefinite so as to be inherently misleading. Specifically, the Proposal requests alternative and inconsistent actions, and one of the alternative standards set forth in the Proposal is vague and ambiguous. As such, neither the Board of Directors of the Company (the "Board") nor the Company's shareholders would be able to determine with reasonable certainly exactly what actions or measures the Company would be required to take in order to implement the Proposal. A copy of the Proposal and the Supporting Statement, as well as related correspondence with the Proponent, is attached to this letter as Exhibit B.

Pursuant to Rule 14a-8(j), we have:

- filed this letter with the Commission no later than eighty (80) calendar days before the Company intends to file its definitive 2026 Proxy Materials with the Commission; and

- concurrently sent copies of this correspondence to the Proponent.

Rule 14a-8(k) and Staff Legal Bulletin No. 14D (Nov. 7, 2008) ("SLB 14D") provide that shareholder proponents are required to send companies a copy of any correspondence that the proponents elect to submit to the Commission or the Staff. Accordingly, we are taking this opportunity to inform the Proponent that if the Proponent elects to submit additional correspondence to the Commission or the Staff with respect to this Proposal, a copy of that correspondence should be furnished concurrently to the undersigned on behalf of the Company pursuant to Rule 14a-8(k) and SLB 14D.

We are available to provide the Staff with any additional information and answer any questions regarding this matter. If we can be of such assistance, please do not hesitate to call me at (202) 955-8287, or Nicole E. Clark, the Company's Vice President, Deputy General Counsel and Corporate Secretary, at (713) 215-7550 or Brittany A. Smith, the Company's Managing Counsel and Assistant Corporate Secretary, at (713) 871-6448. Correspondence regarding this matter should be sent to shareholderproposals@gibsondunn.com.

Sincerely,

Elizabeth A. Ising

Enclosures

cc: Nicole E. Clark, Occidental Petroleum Corporation
Brittany A. Smith, Occidental Petroleum Corporation
John Chevedden

EXHIBIT A

BASIS FOR OCCIDENTAL PETROLEUM CORPORATION EXCLUDING THE PROPOSAL FOR FAILURE TO SATISFY RULE 14A-8

THE PROPOSAL

The Proposal requests that the Board adopt two alternative and inconsistent ownership standards for shareholders to call special meetings and one of the alternative standards is ambiguous and indeterminable. Specifically, the Proposal states:

> Shareholders ask our Board of Directors to take the steps necessary to amend the appropriate company governing documents to give the owners of a combined 10% of our outstanding common stock the power to call a special shareholder meeting or the owners of the lowest percentage of shareholders, as governed by state law, the power to call a special shareholder meeting. Such a special shareholder meeting can be an easy to convene online shareholder meeting.

EXCLUSION ANALYSIS

The Proposal May Be Excluded Under Rule 14a-8(i)(3) Because It Is Impermissibly Vague And Indefinite So As To Be Inherently Misleading

Rule 14a-8(i)(3) permits the exclusion of a shareholder proposal if the proposal or supporting statement is contrary to any of the Commission's proxy rules, including Rule 14a-5(a), which requires information in a proxy statement to be clearly presented, and Rule 14a-9, which prohibits materially false or misleading statements in proxy soliciting materials. In Staff Legal Bulletin No. 14B (Sept. 15, 2004) ("SLB 14B"), the Staff confirmed that a proposal may properly be excluded pursuant to Rule 14a-8(i)(3) when the proposal and supporting statement, when read together, are "so inherently vague or indefinite that neither the stockholders voting on the proposal, nor the company in implementing the proposal (if adopted), would be able to determine with any reasonable certainty exactly what actions or measures the proposal requires."[1]

Under these standards, the Proposal is excludable under Rule 14a-8(i)(3) because both (i) it requests alternative and inconsistent actions, and (ii) one of the alternative standards set forth in the Proposal is vague and ambiguous.

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[1] *See also New York City Employees' Retirement System v. Brunswick Corp.*, 789 F. Supp. 144, 146 (S.D.N.Y. 1992) (proposal "lacks the clarity required of a proper shareholder proposal"; "Shareholders are entitled to know precisely the breadth of the proposal on which they are asked to vote"); *Dyer v. SEC*, 287 F.2d 773, 781 (8th Cir. 1961) ("it appears to us that the proposal, as drafted and submitted to the company, is so vague and indefinite as to make it impossible for either the board of directors or the stockholders at large to comprehend precisely what the proposal would entail"); *Capital One Financial Corp.* (avail. Feb. 7, 2003) (concurring with the exclusion under Rule 14a-8(i)(3) of a proposal where the company argued that its shareholders "would not know with any certainty what they are voting either for or against").

A. The Proposal Requests Alternative and Inconsistent Actions

The Proposal is excludable under Rule 14a-8(i)(3) as vague and indefinite because it sets forth two inconsistent alternative requirements for how the Company should implement the Proposal, but it fails to provide guidance on how the Company should resolve key ambiguities resulting from the Proposal's vague language. As noted above, the Staff has consistently agreed that a shareholder proposal is excludable under Rule 14a-8(i)(3) as vague and indefinite if, as stated in SLB 14B, "neither the stockholders voting on the proposal, nor the company in implementing the proposal (if adopted), would be able to determine with any reasonable certainty exactly what actions or measures the proposal requires."

In this regard, the Proposal is similar to the proposal in *Danaher Corp.* (avail. Feb. 16, 2012), which requested that the company's board of directors amend its governing documents to enable shareholders "holding not less than one-tenth* of the voting power of the Corporation, to call a special meeting. *Or the lowest percentage of our outstanding common stock permitted by state law." The company argued that, because the company is incorporated in Delaware and Delaware corporate law does not specify a minimum percentage of share ownership for shareholders to be able to call a special meeting: (i) relying on the "lowest percentage" permitted by Delaware law was unclear; and (ii) each of the alternative ownership standards specified in the proposal (*i.e.*, one-tenth of the voting power and the lowest percentage permitted by state law) would be legally permissible but would result in different and inconsistent share ownership thresholds. The Staff concurred with exclusion of the proposal, stating "neither shareholders nor the company would be able to determine with any reasonable certainty exactly what actions or measures the proposal requires."[2]

Here, the Proposal requests two alternative standards for which shareholders may call special meetings of shareholders:

- "owners of a combined 10% of [the Company's] outstanding common stock or"
- "owners of the lowest percentage of shareholders, as governed by state law."

Like the companies in the precedent cited above, the Company is incorporated under Delaware law. The Delaware General Corporation Law does not specify a minimum percentage of share ownership for shareholders to be able to call a special meeting of shareholders. Instead, Section 211(d) of the Delaware General Corporation Law states that a special meeting of shareholders may be called "by the board of directors or by such person or persons as may be authorized by the certificate of incorporation or by the bylaws" of a company. As a result, both of the alternative ownership standards specified in the Proposal would be legally permissible but each would result in different ownership thresholds. Specifically, a share ownership threshold of "a combined 10%," while consistent

[2] *See also United Continental Holdings, Inc.* (avail. Mar. 8, 2012) (same); *R.R. Donnelley & Sons Co.* (avail. Mar. 1, 2012) (same); *Amazon.com, Inc.* (avail. Feb. 24, 2012) (same); *Newell Rubbermaid, Inc.* (avail. Feb. 21, 2012) (same).

with state law, would not in fact be equal to the lowest percentage legally permitted, because Delaware law allows the owner of a single share to be authorized to call a special meeting. Accordingly, the lowest percentage "as governed by state law" would result in a threshold at some level less than ten percent (depending on how many shareholders there are at the time).

Given the significantly different implications of requiring one alternative threshold compared to the other, if the Proposal was approved by shareholders, the Company would not be able to determine with any reasonable certainty which threshold shareholders intended to approve, and the Company's eventual choice of a share ownership threshold could be significantly different from the threshold shareholders envisioned when voting on the Proposal. For example, does the Proposal (i) require a share ownership threshold of "a combined 10% of [the Company's] outstanding common stock," (ii) require a threshold equal to the "lowest percentage of shareholders" permitted by Delaware law, or (iii) give the Company discretion to choose either of these alternatives? The Proposal reasonably can be interpreted to be referring to any of these three alternatives. Accordingly, shareholders voting on the Proposal are unlikely to all agree as to how this ambiguity should be resolved, such that it would be impossible to assure that all shareholders voting on the Proposal shared a common understanding of the effect of implementing the Proposal.

B. The Proposal Relies Upon a Vague and Indefinite Standard

One of the actions requested by the Proposal is to enable "*the owners of the lowest percentage of shareholders, as governed by state law*, the power to call a special shareholder meeting" (emphasis added). As discussed above, the state law applicable to the Company does not specify a minimum permissible percentage of shareholders or share ownership for calling a special meeting of shareholders. The Proposal specifically relies upon a standard expressed as the "lowest percentage" permitted by state law, which, in this case, is Delaware law. Accordingly, it is unclear exactly what actions the Company would need to take in order to comply with the ambiguous and indeterminate standard of "the owners of the lowest percentage of shareholders." For example, must the Company adopt a threshold equal to the lowest whole percent "of shareholders," in this case 1%, or would the Company need to establish a threshold expressed as a percentage "of shareholders" that is less than a whole percent? In the latter case, the percentage of Company shareholders to be specified is indeterminate, as the percentage represented by a shareholder owning at least one share could vary daily as the number of Company shareholders fluctuates.[3]

[3] We note that even if the Proposal's alternative standard was intended to refer to the lowest percentage of outstanding *shares* permitted by state law, which was the standard used in the proposal excluded in *Danaher*, the ambiguity persists. Under such a standard would the Company be expected to adopt an ownership threshold equal to the lowest whole percent of shares outstanding, in this case 1%, or would the Company need to establish a threshold expressed as a percentage that is less than a whole percent? In the latter case, the percentage of Company shares represented by owning one share could vary as the number of Company shares issued and outstanding fluctuates. As a result, the specific percentage of the Company's outstanding shares equal to one share would be constantly fluctuating. Accordingly, even if the Proposal was read to refer to the lowest percentage of outstanding shares, the Proposal could be

As in *Danaher*, the Staff has on numerous other occasions concurred with the exclusion of proposals under Rule 14a-8(i)(3) where it was impossible to determine exactly how to implement the proposal because important aspects of the process or criteria requested were ambiguously drafted. For example, in *Pfizer Inc*. (avail. Feb. 18, 2003), the Staff concurred with the exclusion of a proposal requesting that the company's board of directors make all stock option grants to management and the board at no less than the "highest stock price" and that the options contain a buyback provision. The company argued that the proposal was vaguely worded such that the company:

> would not know whether the reference to "the highest stock price" refers to the highest price at which the stock trades on the date that the [b]oard seeks to "make all options" conform to the [p]roposal, the highest price at which the stock has ever traded prior to the date the [b]oard acts or a price determined within a limited time in the past, or whether the [p]roposal requires some form of action that would take into account stock price highs reached by the [c]ompany's stock in the future.

Finding the proposal vague and indefinite, the Staff concurred that the proposal could be excluded under Rule 14a-8(i)(3). The Proposal is similarly vague and indefinite because it is unclear how the Company would be required to amend its governing documents to implement an ownership threshold of the "lowest percentage of shareholders as governed by [Delaware] law."

As demonstrated above, the Proposal is substantially similar to the proposal at issue in *Danaher*, *United Continental Holdings*, *R.R. Donnelley & Sons*, *Amazon.com, Inc.*, *Newell Rubbermaid,* and other previous proposals that the Staff has concurred were excludable under Rule 14a-8(i)(3) as presenting alternative standards, such that neither shareholders nor the company would be able to determine with any reasonable certainty exactly what actions or measures the proposal required.[4] Accordingly, the Proposal is impermissibly vague and misleading and, therefore, may be excluded in its entirety under Rule 14a-8(i)(3). Based upon the foregoing analysis, the Proposal may be excluded from the 2026 Proxy Materials under Rule 14a-8(i)(3).

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excluded under Rule 14a-8(i)(3) as impermissibly ambiguous and indeterminate given that the Staff concurred with the exclusion of a proposal that explicitly set forth that standard in *Danaher*.

[4] *See also The Home Depot, Inc.* (avail. Mar. 12, 2014, *recon. denied* Mar. 27, 2014) (concurring with exclusion under Rule 14a-8(i)(3) where the proposal in one instance called on the company's board to prepare a "Sustainability Report" and in another that the report should be prepared by an "independent third party organization with no financial or organizational ties" to the company); *General Electric Co.* (avail. Jan. 14, 2013) (concurring with exclusion under Rule 14a-8(i)(3) where the company argued that it was impossible to reconcile the proposal's recommendation that certain executives not exercise certain stock options for life but return their shares to the company once those same options had vested).

EXHIBIT B

From: John <[redacted]>
Sent: Friday, November 7, 2025 8:36 AM
To: Valadez, Norma [redacted]; Smith, Brittany A [redacted]; Clark, Nicole [redacted]
Subject: [EXTERNAL] OXY

Please see the below broker letter.
Please see the below revised proposal.
Per SEC SLB 14L, Section F, the Securities and Exchange Commission Staff "encourages both companies and shareholder proponents to acknowledge receipt of emails when requested."
I so request.
Thank you.
John Chevedden

[OXY – Rule 14a-8 Proposal, October 30, 2025, Revised November 7, 2025]
[This line and any line above it is not for publication.]

Proposal 4 – Special Shareholder Meeting Improvement

Shareholders ask our Board of Directors to take the steps necessary to amend the appropriate company governing documents to give the owners of a combined 10% of our outstanding common stock the power to call a special shareholder meeting or the owners of the lowest percentage of shareholders, as governed by state law, the power to call a special shareholder meeting. Such a special shareholder meeting can be an easy to convene online shareholder meeting.

To guard against the Occidental Petroleum of Directors and management becoming complacent shareholders need the ability to call a special shareholder meeting to help the Board adopt new strategies when OXY underperforms.

Currently it takes 15% of OXY shares to call for a special shareholder meeting. However this 15% is deceiving because the 15% of shares must be OXY record holder shares. This can easily exclude 60% of OXY shareholders.

Now could be a ripe time for this policy since OXY stock was at $87 in 2018 and was down to only $40 in late 2025 despite a robust stock market.

Shareholders may especially seek a less burdensome right to call for a special shareholder meeting considering the headwinds now faced by OXY.

After underperforming in 2024, OXY shares continued to decline in the first half of 2025, shedding another 15% of their value. In Q2 2025, OXY reported a 60% year-over-year drop in net income and a 75% decline in earnings per share. This was driven by lower production volumes and persistent pressure on commodity prices.

Concerns have continued over OXY's substantial debt, which was further increased by the acquisition of CrownRock in late 2024. Market reaction was negative. In August 2025, Morgan Stanley downgraded OXY stock to "Equal-Weight," specifically citing worries over its debt levels.

OXY stock plunged by 7% in October 2025 following its announcement to sell its chemicals division, OxyChem, to Berkshire Hathaway for $9 billion. Analysts argued that OXY received a low multiple for the business. The OxyChem sale leaves Occidental more dependent on the volatile prices of crude oil and natural gas. This reduces the OXY's diversification and increases its exposure to market fluctuations.

With Occidental increasing its investment in carbon capture technologies, OXY took criticism from ESG shareholders. Certain critics said that Occidental's climate credibility is undermined by its practice of using captured CO2 for Enhanced Oil Recovery (EOR). This can increase oil production, which some see as "greenwashing."

OXY faces scrutiny from ESG shareholders who question the alignment of continued fossil fuel investments with net-zero objectives. Critics also question the commercial viability of OXY's direct air capture and carbon capture utilization and storage projects, particularly when used for EOR.

OXY projected lower earnings for its chemicals and midstream segments in 2025. OXY also agreed to spend millions to address air pollution concerns in New Mexico to resolve alleged violations of the Clean Air Act.

Please vote yes:

Special Shareholder Meeting Improvement – Proposal 4

[The line above – *Is* for publication. Please assign the correct proposal number in the 2 places.]

From: John [redacted]
Sent: Thursday, October 30, 2025 1:49 PM
To: Clark, Nicole [redacted]; Valadez, Norma [redacted]; Smith, Brittany A [redacted]
Subject: [EXTERNAL] Rule 14a-8 Proposal (OXY)

Rule 14a-8 Proposal (OXY)

Ms. Clark,

Please see the attached rule 14a-8 proposal.
Please acknowledge receipt promptly in order to expedite delivery of the broker letter.

Please confirm that this is the correct email address for rule 14a-8 proposals.
Per SEC SLB 14L, Section F, the Securities and Exchange Commission Staff "encourages both companies and shareholder proponents to acknowledge receipt of emails when requested."
I so request.

Hard copies of any request related to this proposal are not needed as long as you request that I confirm receipt in the email cover message.

The proponent is available for a telephone meeting on the first Monday and Tuesday after
10-days of the proposal submittal date at noon PT.
Please arrange in advance in a separate email message regarding a meeting if needed.
John Chevedden

JOHN CHEVEDDEN

[redacted] [redacted]

Ms. Nicole E. Clark
Corporate Secretary
Occidental Petroleum Corporation (OXY)
5 Greenway Plaza, Suite 110
Houston, TX 77046
PH: 713-215-7000

Ms. Clark,

This Rule 14a-8 proposal is respectfully submitted in support of the long-term performance of the Company.

This Rule 14a-8 proposal is a very low-cost method to improve Company performance – especially given the substantial capitalization of the Company.

This proposal is for the next annual shareholder meeting.

I intend to continue to hold the same requisite amount of Company shares through the date of the Company's next Annual Meeting of Stockholders and beyond as is or will be documented in my ownership proof.

This submitted format, with the shareholder-supplied emphasis, is intended to be used for definitive proxy publication.

Please assign the proper sequential proposal number in each appropriate place.

Please use the title of the proposal in bold in all references to the proposal in the proxy including the table of contents, like Company proposals, and on the ballot. If there is objection to the title please negotiate or seek no action relief as a last resort.

I expect to forward a broker letter soon so if you acknowledge this proposal in an email message to [redacted]
it may very well save you from formally requesting a broker letter from me.

Please confirm that this proposal was sent to the correct email address for rule 14a-8 proposals. Per SEC SLB 14L, Section F, the Securities and Exchange Commission Staff "encourages both companies and shareholder proponents to acknowledge receipt of emails when requested."
I so request.

Sincerely,

John Chevedden

October 30, 2025

Date

cc: Norma Valadez <[redacted]>
"Smith, Brittany A" <[redacted]>

[OXY – Rule 14a-8 Proposal, October 30, 2025]
[This line and any line above it is not for publication.]
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Shareholders may especially seek a less burdensome right to call for a special shareholder meeting considering the headwinds now faced by OXY.

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With Occidental increasing its investment in carbon capture technologies, OXY took criticism from ESG shareholders. Certain critics said that Occidental's climate credibility is undermined by its practice of using captured CO2 for Enhanced Oil Recovery (EOR). This can increase oil production, which some see as "greenwashing."

OXY faces scrutiny from ESG shareholders who question the alignment of continued fossil fuel investments with net-zero objectives. Critics also question the commercial viability of OXY's direct air capture and carbon capture utilization and storage projects, particularly when used for EOR.

OXY projected lower earnings for its chemicals and midstream segments in 2025. OXY also agreed to spend millions to address air pollution concerns in New Mexico to resolve alleged violations of the Clean Air Act.

Please vote yes:
Special Shareholder Meeting Improvement – Proposal 4
[The line above – *Is* for publication. Please assign the correct proposal number in the 2 places.]

Notes:
"Proposal 4" stands in for the final proposal number that management will assign.
The proposal number and title at the top of proposal is the number and title intended for publication in the proxy and on the ballot – word for word with no added words or mixture of shareholder words with management words.

It is critically important that the proponent have control of the ballot title with no words added or subtracted from the title because the title of the proposal may be the only words a voting shareholder sees. If management disagrees then it has the option of negotiating now or asking for no action relief.

This proposal is believed to conform with Staff Legal Bulletin No. 14B (CF), September 15, 2004 including (emphasis added):

Accordingly, going forward, we believe that it would not be appropriate for companies to exclude supporting statement language and/or an entire proposal in reliance on rule 14a-8(I)(3) in the following circumstances:

- the company objects to factual assertions because they are not supported;
- the company objects to factual assertions that, while not materially false or misleading, may be disputed or countered;
- the company objects to factual assertions because those assertions may be interpreted by shareholders in a manner that is unfavorable to the company, its directors, or its officers; and/or
- the company objects to statements because they represent the opinion of the shareholder proponent or a referenced source, but the statements are not identified specifically as such.

We believe that it is appropriate under rule 14a-8 for companies to address these objections in their statements of opposition.

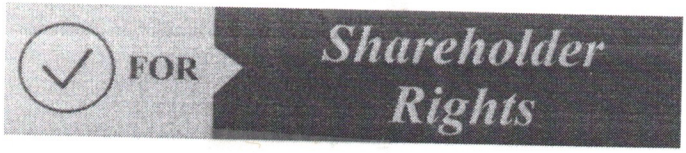
See also: Sun Microsystems, Inc. (July 21, 2005).

The proponent is available for a telephone meeting on the first Monday and Tuesday after 10-days of the proposal submittal date at noon PT.
Please arrange in advance in a separate email message regarding a meeting if needed.

I intend to continue to hold the same requisite amount of Company shares through the date of the Company's next Annual Meeting of Stockholders and beyond as is or will be documented in my ownership proof.

Please acknowledge this proposal promptly by email [[redacted]].

The color version of the below graphic is to be published immediately after the bold title line of the proposal at the top of the proposal and be center justified with the title.



JOHN CHEVEDDEN

January 1, 2026

Office of Chief Counsel
Division of Corporation Finance
Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549

 # 1 Rule 14a-8 Proposal
Occidental Petroleum Corporation (OXY)
Special Shareholder Meeting
December 29, 2025 j-Notice
964651

Ladies and Gentlemen:

The proposal gives 2 consistent alternatives because both alternatives involve the calling for a special shareholder meeting. OXY seem to claim in error that 2 alternatives must be 100% the same which is illogical.

For example the proposal does not give the alternative of 10% of shareholders to be able to call for a special shareholder meeting or to give shareholders the right to vote regarding golden parachutes.

The alternative of 10% is given first priory in the text of the proposal and thus 10% is the preference.

The alternative in the proposal was developed to adapt to the fact that some state laws require at least 25% of shares to able to call for a special shareholder meeting.

These same alternatives have been voted 100s of times at annual meetings of large cap companies with an almost equal number of opposition statements and not one company has claimed to be baffled by the alternatives. 10% is generally the lowest figure at any company as large as OXY.

It is believed that there has never been a push for any large cap company to allow less than 10% of share to call for a special shareholder meting. OXY does not claim that a competent Board of Directors at a $40 billion company like OXY would take a majority vote on this proposal to mean that OXY shareholders favored that any one shareholder could call for s special shareholder meeting.

OXY does not claim the dozens of proposals worded with the same 2 alternatives, that won majority votes at large cap companies, left a Board of directors leaning toward giving one shareholder the right to cal for a special meeting.

If a Board of Director of a $40 billion company like OXY concluded that its shareholders wanted any one shareholder to call for a special shareholder meeting such a Board could be

in violation of its fiduciary duty. OXY seem to argue that it must be assumed that every board of Director just arrived from Mars.

If one alternative is not practical according to a strict textualist or is contrary to generally accepted practices it does not impact the reaming alternative.

There is noting vague about giving 10% of shareholders the right to call for a special shareholder meeting.

Sincerely,

John Chevedden

cc: Nicole E. Clark

[OXY – Rule 14a-8 Proposal, October 30, 2025]
[This line and any line above it is not for publication.]
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Please vote yes:
Special Shareholder Meeting Improvement – Proposal 4
[The line above – *Is* for publication. Please assign the correct proposal number in the 2 places.]