

OCCIDENTAL PETROLEUM CORP /DE/

Form 8-K

October 22, 2009

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported) October 22, 2009**

**OCCIDENTAL PETROLEUM CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction  
of incorporation)

**1-9210**

(Commission  
File Number)

**95-4035997**

(I.R.S. Employer  
Identification No.)

**10889 Wilshire Boulevard**

**Los Angeles, California**

(Address of principal executive offices)

**90024**

(ZIP code)

Registrant's telephone number, including area code:

**(310) 208-8800**

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

## Section 2 Financial Information

### Item 2.02. Results of Operations and Financial Condition

On October 22, 2009, Occidental Petroleum Corporation released information regarding its results of operations for the three and nine months ended September 30, 2009. The exhibits to this Form 8-K and the information set forth in this Item 2.02 are being furnished pursuant to Item 2.02, Results of Operations and Financial Condition. The full text of the press release is attached to this report as Exhibit 99.1. The full text of the speeches given by Dr. Ray R. Irani and Stephen I. Chazen are attached to this report as Exhibit 99.2. Investor Relations Supplemental Schedules are attached to this report as Exhibit 99.3. Earnings Conference Call Slides are attached to this report as Exhibit 99.4. Forward-Looking Statements Disclosure for Earnings Release Presentation Materials are attached to this report as Exhibit 99.5.

## Section 8 Other Events

### Item 8.01. Other Events

On October 22, 2009, Occidental Petroleum Corporation announced net income of \$927 million (\$1.14 per diluted share) for the third quarter of 2009, compared with \$2.3 billion (\$2.77 per diluted share) for the third quarter of 2008.

## QUARTERLY RESULTS

### Oil and Gas

Oil and gas segment earnings were \$1.5 billion for the third quarter of 2009, compared with \$3.6 billion for the same period in 2008. The decrease in the third quarter 2009 segment earnings reflected lower crude oil and natural gas prices, partially offset by higher oil and gas sales volumes and lower operating expenses.

For the third quarter of 2009, daily oil and gas sales volumes averaged 628,000 barrels of oil equivalent (BOE), compared with 588,000 BOE per day in the third quarter of 2008. Volumes increased by six percent domestically, mainly from California and the Permian and by 15 percent in the Middle East/North Africa largely in Dolphin and Oman, partially offset by a six-percent decrease in Latin America mostly due to a labor strike in Argentina. Increased California volumes resulted largely from the new exploration discoveries in Kern County.

Oxy's realized price for worldwide crude oil was \$62.79 per barrel for the third quarter of 2009, compared with \$104.15 per barrel for the third quarter of 2008. Domestic realized gas prices decreased from \$9.35 per MCF in the third quarter of 2008 to \$3.04 per MCF for the third quarter of 2009.

**Chemicals**

Chemical segment earnings for the third quarter of 2009 were \$72 million, compared with \$219 million for the same period in 2008. The third quarter 2009 results reflect the continued weakness in the U.S. housing, automotive and durable goods sectors resulting in lower margins for caustic soda and polyvinyl chloride and lower volumes for chlorine, caustic soda, potassium hydroxide and polyvinyl chloride.

**Midstream, Marketing and Other**

Midstream segment earnings were \$77 million for the third quarter of 2009, compared with \$66 million for the third quarter of 2008. The third quarter of 2009 reflects better results in marketing operations, partially offset by lower margins in the gas processing business.

**NINE MONTH RESULTS**

Net income for the nine months of 2009 was \$2.0 billion (\$2.43 per diluted share), compared with \$6.4 billion (\$7.77 per diluted share) for the nine months of 2008.

**Oil and Gas**

Oil and gas segment earnings were \$3.1 billion for the nine months of 2009, compared with \$10.3 billion for the same period of 2008. The decrease in segment earnings reflected lower crude oil and natural gas prices, partially offset by higher oil and gas sales volumes and lower operating and administrative costs.

Daily oil and gas sales volumes for the first nine months was 643,000 BOE per day for 2009, compared with 594,000 BOE per day for the same 2008 period. Volumes increased by five percent domestically mainly in California and Midcontinent/Rockies, by 14 percent in Latin America, and by 12 percent in the Middle East/North Africa largely due to Dolphin and Oman.

Oxy's realized price for worldwide crude oil was \$51.44 per barrel for the nine months of 2009, compared with \$100.39 per barrel for the nine months of 2008. Domestic realized gas prices decreased from \$9.18 per MCF in the nine months of 2008 to \$3.15 per MCF in the nine months of 2009.

**Chemicals**

Chemical segment earnings were \$356 million for the nine months of 2009, compared with \$542 million for the nine months of 2008. The 2009 results reflect lower volumes and prices for chlorine, caustic soda and polyvinyl chloride due to the economic slowdown, partially offset by lower feedstock and energy costs.

**Midstream, Marketing and Other**

Midstream segment earnings were \$154 million for the nine months of 2009, compared with \$350 million for the same period in 2008. The earnings decline in 2009 reflects lower margins in the gas processing business.

**Forward-Looking Statements**

Statements in this release that contain words such as "will," "should," "expect," or "estimate," or otherwise relate to the future, are forward-looking and involve risks and uncertainties that could significantly affect expected results. Factors that could cause actual results to differ materially include, but are not limited to: global commodity price fluctuations and supply/demand considerations for oil, gas and chemicals; exploration risks, such as drilling of unsuccessful wells; not successfully completing (or any material delay in) any expansions, field development, capital projects, acquisitions, or dispositions; higher-than-expected costs; political risk; operational interruptions and changes in tax rates. You should not place undue reliance on these forward-looking statements which speak only as of the date of this release. Unless legally required, Occidental does not undertake any obligation to update any forward-looking statements as a result of new information, future events or otherwise. U.S. investors are urged to consider carefully the disclosures in our Form 10-K, available through the following toll-free telephone number, 1-888-OXYPETE (1-888-699-7383) or on the Internet at <http://www.oxy.com>. You also can obtain a copy from the SEC by calling 1-800-SEC-0330.



**SUMMARY OF SEGMENT NET SALES AND EARNINGS**





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(In millions, except per-share amounts)			Third Quarter			
	2009		2008		2009	Nine Months
						2008
<b>SEGMENT NET SALES</b>						
Oil and Gas	\$ 3,089	\$	5,422	\$	7,952	\$ 15,441
Chemical	842		1,454		2,445	4,107
Midstream, Marketing and Other	285		381		763	1,204
Eliminations	(112)		(197)		(296)	(556)
Net sales	\$ 4,104	\$	7,060	\$	10,864	\$ 20,196
<b>SEGMENT EARNINGS</b>						
Oil and Gas (a), (b)	\$ 1,464	\$	3,618	\$	3,092	\$ 10,312
Chemical	72		219		356	542
Midstream, Marketing and Other	77		66		154	350
	<b>1,613</b>		<b>3,903</b>		<b>3,602</b>	<b>11,204</b>
<b>Unallocated Corporate Items</b>						
Interest expense, net	(33)		(3)		(76)	(10)
Income taxes	(549)		(1,546)		(1,245)	(4,511)
Other (c)	(102)		(82)		(297)	(292)
<b>Income from Continuing Operations(a)</b>	<b>929</b>		<b>2,272</b>		<b>1,984</b>	<b>6,391</b>
Discontinued operations, net	(2)		(1)		(7)	23
<b>NET INCOME (a)</b>	<b>\$ 927</b>	\$	<b>2,271</b>	\$	<b>1,977</b>	<b>\$ 6,414</b>
<b>BASIC EARNINGS PER COMMON SHARE</b>						
Income from continuing operations	\$ 1.14	\$	2.78	\$	2.44	\$ 7.78
Discontinued operations, net					(0.01)	0.03
	<b>\$ 1.14</b>	\$	<b>2.78</b>	\$	<b>2.43</b>	<b>\$ 7.81</b>
<b>DILUTED EARNINGS PER COMMON SHARE</b>						
Income from continuing operations	\$ 1.14	\$	2.77	\$	2.44	\$ 7.74
Discontinued operations, net					(0.01)	0.03
	<b>\$ 1.14</b>	\$	<b>2.77</b>	\$	<b>2.43</b>	<b>\$ 7.77</b>
<b>AVERAGE COMMON SHARES OUTSTANDING</b>						
BASIC	<b>811.8</b>		815.3		<b>811.1</b>	820.1
DILUTED	<b>814.4</b>		817.6		<b>813.9</b>	823.5

See footnotes on following page.











(a) **Net Income** - Net income and income from continuing operations represent amounts attributable to Common Stock, after deducting non-controlling interest of \$14 million and \$38 million for the third quarter and \$35 million and \$104 million for the nine months ended September 30, 2009 and 2008, respectively. Oil and gas segment earnings are also presented net of these non-controlling interest amounts.





- (b) **Oil and Gas** - The nine months of 2009 includes an \$8 million pre-tax charge for rig contract termination costs.



(c) **Unallocated Corporate Items - Other** - The nine months of 2009 includes non-core pre-tax charges of \$40 million related to severance and \$15 million for railcar leases.





**SUMMARY OF CAPITAL EXPENDITURES AND DD&A EXPENSE**





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(\$ millions)		Third Quarter			Nine Months	
	2009		2008		2009	2008
<b>CAPITAL EXPENDITURES</b>	<b>\$ 746</b>	\$	1,199	\$	<b>2,649</b>	\$ 3,070
<b>DEPRECIATION, DEPLETION AND AMORTIZATION OF ASSETS</b>	<b>\$ 769</b>	\$	683	\$	<b>2,297</b>	\$ 1,957

**ITEMS AFFECTING COMPARABILITY OF CORE EARNINGS BETWEEN PERIODS**



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Income/(Expense) (\$ millions)	<b>2009</b>	Third Quarter 2008	<b>2009</b>	Nine Months 2008
<b>Foreign exchange gains and (losses)*</b>	\$ (3)	\$ 8	\$ 28	\$ 3



\*Amounts shown after tax.













**SUMMARY OF OPERATING STATISTICS**



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	2009	Third Quarter 2008	2009	Nine Months 2008
<b>NET OIL, GAS AND LIQUIDS SALES PER DAY</b>				
United States				
Crude Oil and Liquids (MBBL)				
California	92	87	93	86
Permian	168	166	168	168
Midcontinent/Rockies	9	8	10	6
Total	269	261	271	260
Natural Gas (MMCF)				
California	269	236	240	239
Permian	208	169	200	179
Midcontinent/Rockies	176	165	192	166
Total	653	570	632	584
Latin America				
Crude Oil (MBBL)				
Argentina	30	38	37	32
Colombia	44	43	46	43
Total	74	81	83	75
Natural Gas (MMCF)				
Argentina	27	24	30	19
Bolivia	18	21	17	21
Total	45	45	47	40
Middle East/North Africa				
Crude Oil and Liquids (MBBL)				
Oman	39	23	38	21
Dolphin	21	18	22	20
Qatar	46	49	48	47
Yemen	22	20	25	22
Libya	4	7	6	17
Total	132	117	139	127
Natural Gas (MMCF)				
Oman	22	25	23	24
Dolphin	208	165	218	176
Total	230	190	241	200
<b>Barrels of Oil Equivalent (MBOE)</b>				
Subtotal consolidated subsidiaries	630	593	646	599
Colombia-minority interest	(5)	(7)	(6)	(7)
Yemen-Occidental net interest	3	2	3	2
<b>Total Worldwide Sales Volumes - MBOE</b>	<b>628</b>	<b>588</b>	<b>643</b>	<b>594</b>











**SUMMARY OF OPERATING STATISTICS**



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	2009	Third Quarter 2008	2009	Nine Months 2008
<b>NET OIL, GAS AND LIQUIDS PRODUCTION PER DAY</b>				
United States				
Crude Oil and Liquids (MBBL)	<b>269</b>	261	<b>271</b>	260
Natural Gas (MMCF)	<b>653</b>	570	<b>632</b>	584
Latin America				
Crude Oil (MBBL)				
Argentina	<b>31</b>	39	<b>36</b>	33
Colombia	<b>43</b>	43	<b>46</b>	43
Total	<b>74</b>	82	<b>82</b>	76
Natural Gas (MMCF)	<b>45</b>	45	<b>47</b>	40
Middle East/North Africa				
Crude Oil and Liquids (MBBL)				
Oman	<b>40</b>	24	<b>38</b>	21
Dolphin	<b>21</b>	18	<b>22</b>	20
Qatar	<b>48</b>	48	<b>48</b>	47
Yemen	<b>22</b>	19	<b>25</b>	22
Libya	<b>5</b>	9	<b>7</b>	17
Total	<b>136</b>	118	<b>140</b>	127
Natural Gas (MMCF)	<b>230</b>	190	<b>241</b>	200
<b>Barrels of Oil Equivalent (MBOE)</b>				
Subtotal consolidated subsidiaries	<b>634</b>	595	<b>646</b>	600
Colombia-minority interest	<b>(5)</b>	(6)	<b>(6)</b>	(6)
Yemen-Occidental net interest	<b>3</b>	2	<b>3</b>	2

**Total Worldwide Production Volumes - MBOE**

**632**

591

**643**

596







**SIGNIFICANT TRANSACTIONS AND EVENTS AFFECTING EARNINGS**

Occidental's results of operations often include the effects of significant transactions and events affecting earnings that vary widely and unpredictably in nature, timing and amount. Therefore, management uses a measure called core results, which excludes those items. This non-GAAP measure is not meant to disassociate those items from management's performance, but rather is meant to provide useful information to investors interested in comparing Occidental's earnings performance between periods. Reported earnings are considered representative of management's performance over the long term. Core results is not considered to be an alternative to operating income in accordance with generally accepted accounting principles.





## SIGNIFICANT TRANSACTIONS AND EVENTS AFFECTING EARNINGS

(\$ millions, except per-share amounts)	2009	Diluted EPS	2008	Third Quarter Diluted EPS
<b>TOTAL REPORTED EARNINGS*</b>	\$ 927	\$ 1.14	\$ 2,271	\$ 2.77
<b>Oil and Gas*</b>				
Segment Earnings	\$ 1,464		\$ 3,618	
Add:				
No significant items affecting earning				
Segment Core Results	1,464		3,618	
<b>Chemicals</b>				
Segment Earnings	72		219	
Add:				
No significant items affecting earning				
Segment Core Results	72		219	
<b>Midstream, Marketing and Other</b>				
Segment Earnings	77		66	
Add:				
No significant items affecting earnings				
Segment Core Results	77		66	
<b>Total Segment Core Results</b>	<b>1,613</b>		<b>3,903</b>	
<b>Corporate</b>				
Corporate Results Non Segment**	(686)		(1,632)	
Add:				
Discontinued operations, net***	2		1	
Corporate Core Results Non Segment	(684)		(1,631)	
<b>TOTAL CORE RESULTS</b>	<b>\$ 929</b>	<b>\$ 1.14</b>	<b>\$ 2,272</b>	<b>\$ 2.77</b>

\*Represents amounts attributable to common stock, after deducting non-controlling interest of \$14 million and \$38 million for the third quarter 2009 and 2008, respectively.

\*\*Interest expense, income taxes, G&A expense and other.

\*\*\*Amounts shown after tax.

**SIGNIFICANT TRANSACTIONS AND EVENTS AFFECTING EARNINGS (continued)**

(\$ millions, except per-share amounts)	<b>2009</b>	<b>Diluted EPS</b>	2008	Nine Months Diluted EPS
<b>TOTAL REPORTED EARNINGS*</b>	\$ 1,977	\$ 2.43	\$ 6,414	\$ 7.77
<b>Oil and Gas*</b>				
Segment Earnings	\$ 3,092		\$ 10,312	
Add:				
Rig terminations	8			
Segment Core Results	3,100		10,312	
<b>Chemicals</b>				
Segment Earnings	356		542	
Add:				
No significant items affecting earnings				
Segment Core Results	356		542	
<b>Midstream, Marketing and Other</b>				
Segment Earnings	154		350	
Add:				
No significant items affecting earnings				
Segment Core Results	154		350	
<b>Total Segment Core Results</b>	<b>3,610</b>		<b>11,204</b>	
<b>Corporate</b>				
Corporate Results Non Segment**	(1,625)		(4,790)	
Add:				
Severance accruals	40			
Railcar leases	15			
Tax effect of pre-tax adjustments	(22)			
Discontinued operations, net***	7		(23)	
Corporate Core Results Non Segment	(1,585)		(4,813)	
<b>TOTAL CORE RESULTS</b>	<b>\$ 2,025</b>	<b>\$ 2.48</b>	<b>\$ 6,391</b>	<b>\$ 7.74</b>

\*Represents amounts attributable to common stock, after deducting non-controlling interest of \$35 million and \$104 million for the nine months of 2009 and 2008, respectively.

\*\*Interest expense, income taxes, G&A expense and other.

\*\*\*Amounts shown after tax.

**Section 9 - Financial Statements and Exhibits**

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

99.1 Press release dated October 22, 2009.

99.2 Full text of speeches given by Dr. Ray R. Irani and Stephen I. Chazen.

99.3 Investor Relations Supplemental Schedules.

99.4 Earnings Conference Call Slides.

99.5 Forward-Looking Statements Disclosure for Earnings Release Presentation Materials.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

OCCIDENTAL PETROLEUM CORPORATION  
(Registrant)

DATE: October 22, 2009

/s/ ROY PINECI  
Roy Pineci, Vice President, Controller  
and Principal Accounting Officer

**EXHIBIT INDEX**

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