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OCCIDENTAL PETROLEUM CORP /DE/  
Form S-8 POS  
February 27, 2002

As filed with the Securities and Exchange Commission on February 27, 2002

Registration No. 33-5490

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SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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POST-EFFECTIVE  
AMENDMENT NO. 3 TO  
FORM S-8

REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933

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OCCIDENTAL PETROLEUM CORPORATION  
(EXACT NAME OF ISSUER AS SPECIFIED IN ITS CHARTER)

DELAWARE  
(State or other jurisdiction of  
incorporation or organization)

95-4035997  
(I.R.S. Employer  
Identification No.)

10889 WILSHIRE BOULEVARD  
LOS ANGELES, CALIFORNIA  
(Address of Principal Executive Offices)

90024  
(Zip code)

EMPLOYEES THRIFT PLAN OF OXY USA INC.  
(FORMERLY NAMED EMPLOYEES THRIFT PLAN OF CITIES SERVICE OIL AND GAS CORPORATION)  
(Full title of the plan)

DONALD P. DE BRIER, ESQ.  
GENERAL COUNSEL  
OCCIDENTAL PETROLEUM CORPORATION  
10889 WILSHIRE BOULEVARD  
LOS ANGELES, CALIFORNIA 90024  
(310) 443-6176  
(Name, address and telephone number, including area code, of agent for service)

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PART II  
INFORMATION NOT REQUIRED IN PROSPECTUS

DEREGISTRATION OF SECURITIES  
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On May 7, 1986, Occidental Petroleum Corporation (the "Company") filed with the Securities and Exchange Commission a Registration Statement on Form S-8

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(Registration Statement No. 33-5490) (the "Form S-8") registering 2,000,000 shares of the Registrant's Common Stock, \$0.20 par value (the "Shares"), to be issued to participants under the Registrant's Employees Thrift Plan of OXY USA Inc. (formerly named the Employees Thrift Plan of Cities Service Oil and Gas Corporation) (the "Plan"). The Plan was terminated after an aggregate of 987,567 Shares were issued to participants thereunder. This Post-Effective Amendment No. 3 to the Registration Statement on Form S-8 is being filed in order to deregister all Shares that were registered under the Form S-8 and remain unissued under the Plan.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 3 to Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Los Angeles, State of California, on February 27, 2002.

OCCIDENTAL PETROLEUM CORPORATION  
(REGISTRANT)

By: /s/ RAY R. IRANI

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Ray R. Irani  
Chairman of the Board of Directors  
and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 3 to Registration Statement has been signed by the following persons in the capacities and on the dates indicated.

SIGNATURE -----	TITLE -----	DATE -----
/s/ RAY R. IRANI ----- Ray R. Irani	Chairman of the Board of Directors and Chief Executive Officer	February 27, 2002
/s/ STEPHEN I. CHAZEN ----- Stephen I. Chazen	Executive Vice President - Corporate Development and Chief Financial Officer	February 27, 2002
/s/ SAMUEL P. DOMINICK, JR. ----- Samuel P. Dominick, Jr.	Vice President and Controller (Chief Accounting Officer)	February 27, 2002
/s/ RONALD W. BURKLE ----- Ronald W. Burkle	Director	February 27, 2002

