OCCIDENTAL PETROLEUM CORP /DE/
Form 4/A
January 14, 2003

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

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[ ] 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

(Print or Type Responses)

1. Name and Address of Reporting Person*

McGee, Robert M.

(Last) (First) (Middle)

Occidental International Corporation

1717 Pennsylvania Avenue, N.W., Suite 400

(Street)

Washington, D.C. 20006

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol

Occidental Petroleum Corporation
OXY

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

4. Statement for Month/Day/Year

05/20/2002

5. If Amendment, Date of Original (Month/Year)

06/2002

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

___ Director ___ 10% Owner

_X_ Officer (give title below) ___ Other (specify below)

Vice President

7. Individual or Joint/Group Filing (Check Applicable Line)

_X_ Form filed by One Reporting Person

___ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/20/2002		M		5,000	A	$19.8750		D	
Common Stock	05/20/2002		M		30,125	A	$20.5000		D	

Common Stock	05/20/2002		S		35,125	D	$29.5803		D	
Common Stock	05/20/2002		M		5,000	A	$17.7500		D	
Common Stock	05/20/2002		M		4,875	A	$20.5000		D	
Common Stock	05/20/2002		F		6,399	D	$29.5812		D	
Common Stock	05/22/2002		S		4,513	D	$29.8914	3,476	D	

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 Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee stock option (right to buy)	$19.8750	05/20/02		M			5,000	*	05/29/02	Common Stock	5,000		0	D	
Employee stock option (right to buy)	$17.7500	05/20/02		M			5,000	**	04/29/04	Common Stock	5,000		0	D	
	$20.5000	05/20/02		M			4,875	***	07/14/09		4,875			D	

Employee stock option (right to buy)								Common Stock				
Employee stock option (right to buy)	$20.5000	05/20/02		M		30,125	***	07/14/09	Common Stock	30,125	0	D

Explanation of Responses:

Average sale price; 5,000 shares were sold at $29.5810 and 4,875 shares were sold at $29.5814.

Average sale price; 3,900 shares were sold at $29.8900 and 613 shares were sold at $29.9000.

* The option vested in three equal annual installments beginning on April 29, 1993.

** The option vested in three equal annual installments beginning on April 29, 1995.

*** One-third of the option vested on July 14, 2000. The remainder of the option vested on May 3, 2001.

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

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

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.

/s/ CHRISTEL H. PAULI	January 14, 2003
**Signature of Reporting Person Christel H. Pauli, Attorney-in-Fact for Robert M. McGee	Date