

CHEVRON CORP  
Form FWP  
February 27, 2009

Filed Pursuant to Rule 433

Registration Statement No. 333-141138

February 27, 2009

**Final Term Sheet**

Dated February 26, 2009

|  |   |
|--|---|
| <b>Issuer:</b>                             | Chevron Corporation   |
| <b>Title:</b>                              | 3.450% Notes Due 2012   |
| <b>Aggregate Principal Amount Offered:</b> | \$1,500,000,000   |
| <b>Maturity Date:</b>                      | March 3, 2012   |
| <b>Coupon:</b>                             | 3.450%  |
| <b>Ratings:</b>                            | Aa1 (stable) / AA (stable)  |
| <b>Interest Payment Dates:</b>             | March 3 and September 3 of each year, commencing September 3, 2009  |
| <b>Benchmark Treasury:</b>                 | 1.375% due February 15, 2012  |
| <b>Benchmark Treasury Yield:</b>           | 1.502%  |
| <b>Spread to Benchmark Treasury:</b>       | +195 bps  |
| <b>Re-offer Yield</b>                      | 3.452%  |
| <b>Public Offering Price:</b>              | Per Note: 99.994%; Total: \$1,499,910,000   |
| <b>Optional Redemption:</b>                | Make-whole call at the Adjusted Treasury Rate identified in the Prospectus Supplement plus 0.30%  |
| <b>Settlement Date:</b>                    | March 3, 2009   |
| <b>CUSIP:</b>                              | 166751 AK3  |
| <b>Denomination:</b>                       | \$2,000 and increments of \$1,000 in excess thereof   |
| <b>Joint Book-Running Managers:</b>        | Barclays Capital Inc.<br><br>Morgan Stanley & Co. Incorporated  |
| <b>Senior Co-Managers:</b>                 | Citigroup Global Markets Inc.<br><br>Greenwich Capital Markets, Inc.  |
| <b>Co-Managers:</b>                        | J.P.Morgan Securities Inc.<br>BNP Paribas Securities Corp.<br>Calyon Securities (USA) Inc.<br>Deutsche Bank Securities Inc.<br>Mitsubishi UFJ Securities International plc<br>Mizuho Securities USA Inc.<br>RBC Capital Markets Corporation<br>SG Americas Securities, LLC<br>Standard Chartered Bank |

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Blaylock Robert Van, LLC  
Guzman & Company  
Loop Capital Markets, LLC  
The Williams Capital Group, L.P.

Mitsubishi UFJ Securities International plc is not a U.S. registered broker-dealer and, therefore, to the extent that it intends to effect any sales of the notes in the United States, it will do so through one or more U.S. registered broker-dealers as permitted by the Financial Industry Regulatory Authority regulations.

Standard Chartered Bank is not a U.S. registered broker-dealer and, therefore, does not intend to effect any sales of the notes in the United States.

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering in the United States to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering in the United States. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in this offering will arrange to send you the prospectus if you request it by calling Barclays Capital Inc. toll-free at 1-888-227-2275 (ext. 2663) or Morgan Stanley & Co. Incorporated toll-free at 1-866-718-1649.

**Final Term Sheet**

Dated February 26, 2009

**Issuer:** Chevron Corporation

**Title:** 3.950% Notes Due 2014

**Aggregate Principal Amount Offered:** \$2,000,000,000

**Maturity Date:** March 3, 2014

**Coupon:** 3.950%

**Ratings:** Aa1 (stable) / AA (stable)

**Interest Payment Dates:** March 3 and September 3 of each year, commencing September 3, 2009

**Benchmark Treasury:** 1.75% due January 31, 2014

**Benchmark Treasury Yield:** 2.041%

**Spread to Benchmark Treasury:** +195 bps

**Re-offer Yield** 3.991%

**Public Offering Price:** Per Note: 99.816%; Total: \$1,996,320,000

**Optional Redemption:** Make-whole call at the Adjusted Treasury Rate identified in the Prospectus Supplement plus 0.30%

**Settlement Date:** March 3, 2009

**CUSIP:** 166751 AH0

**Denomination:** \$2,000 and increments of \$1,000 in excess thereof

**Joint Book-Running Managers:** Barclays Capital Inc.

Morgan Stanley & Co. Incorporated

**Senior Co-Managers:** Citigroup Global Markets Inc.

Greenwich Capital Markets, Inc.

J.P.Morgan Securities Inc.

**Co-Managers:** BNP Paribas Securities Corp.  
 Calyon Securities (USA) Inc.  
 Deutsche Bank Securities Inc.  
 Mitsubishi UFJ Securities International plc  
 Mizuho Securities USA Inc.  
 RBC Capital Markets Corporation  
 SG Americas Securities, LLC  
 Standard Chartered Bank  
 Blaylock Robert Van, LLC  
 Guzman & Company  
 Loop Capital Markets, LLC  
 The Williams Capital Group, L.P.

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**Final Term Sheet**

Dated February 26, 2009

**Issuer:** Chevron Corporation

**Title:** 4.950% Notes Due 2019

**Aggregate Principal Amount Offered:** \$1,500,000,000

**Maturity Date:** March 3, 2019

**Coupon:** 4.950%

**Ratings:** Aa1 (stable) / AA (stable)

**Interest Payment Dates:** March 3 and September 3 of each year, commencing September 3, 2009

**Benchmark Treasury:** 2.75% due February 15, 2019

**Benchmark Treasury Yield:** 3.004%

**Spread to Benchmark Treasury:** +195 bps

**Re-offer Yield** 4.954%

**Public Offering Price:** Per Note: 99.969%; Total: \$1,499,535,000

**Optional Redemption:** Make-whole call at the Adjusted Treasury Rate identified in the Prospectus Supplement plus 0.30%

**Settlement Date:** March 3, 2009

**CUSIP:** 166751 AJ6

**Denomination:** \$2,000 and increments of \$1,000 in excess thereof

**Joint Book-Running Managers:** Barclays Capital Inc.

Morgan Stanley & Co. Incorporated

**Senior Co-Managers:** Citigroup Global Markets Inc.

Greenwich Capital Markets, Inc.

J.P.Morgan Securities Inc.

**Co-Managers:** Banc of America Securities LLC  
 BNP Paribas Securities Corp.  
 Calyon Securities (USA) Inc.  
 Deutsche Bank Securities Inc.  
 Mitsubishi UFJ Securities International plc  
 Mizuho Securities USA Inc.  
 RBC Capital Markets Corporation  
 SG Americas Securities, LLC  
 Standard Chartered Bank  
 Blaylock Robert Van, LLC  
 Guzman & Company  
 Loop Capital Markets, LLC  
 The Williams Capital Group, L.P.

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