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CHEVRONTEXACO CORP
Form 8-K/A
October 19, 2001

SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

FORM 8-K/A

CURRENT REPORT

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

Date of Report: October 9, 2001
(Date of earliest event reported)

ChevronTexaco Corporation

(Exact name of registrant as specified in its charter)

Delaware

1-368-2

94-0890210

(State or other jurisdiction
of incorporation)

(Commission File Number)

(IRS Employer
Identification No.)

575 Market Street, San Francisco, CA 94105

(Address of principal executive offices including Zip Code)

Registrant's telephone number, including area code: (415) 894-7700

NONE

(Former name or former address, if changed since last report)

PORTIONS AMENDED

The registrant hereby amends Item 7 of its Current Report on Form 8-K filed on
October 9, 2001, in its entirety, as set forth below.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(a) Financial statements of businesses acquired.

The audited financial statements of Texaco Inc. and subsidiary
companies as of December 31, 2000 and 1999 and for each of the three

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years in the period ended December 31, 2000, found on pages 44 to 70 of the Annual Report to Stockholders of Texaco Inc. for the fiscal year ended December 31, 2000, filed as Exhibit 13 to Texaco's Annual Report on Form 10-K for the year ended December 31, 2000 (filed with the SEC on March 26, 2001), are incorporated herein by reference.

The unaudited financial statements of Texaco Inc. and subsidiary companies for the quarterly period ended June 30, 2001, included in Texaco Inc.'s Quarterly Report on Form 10-Q for the quarter ended June 30, 2001, filed on August 9, 2001, are incorporated herein by reference.

(b) Pro forma financial information.

The following required pro forma financial information is attached hereto as Exhibit 99.4 and incorporated herein by reference:

Introduction to unaudited pro forma condensed combined financial statements.

Unaudited Pro Forma Condensed Combined Financial Statements.

Unaudited pro forma condensed combined balance sheet of Chevron and Texaco as of June 30, 2001.

Unaudited pro forma condensed combined statements of income of Chevron and Texaco for the six months ended June 30, 2001 and 2000 and for the years ended December 31, 2000, 1999 and 1998.

Notes to unaudited pro forma condensed combined financial statements.

(c) Exhibits.

- 2.1 Agreement and Plan of Merger, dated as of October 15, 2000, among Chevron Corporation, Texaco Inc. and Keepep Inc. (incorporated by reference to Annex A to the joint proxy statement/prospectus, dated August 27, 2001, that forms a part of Chevron Corporation's Registration Statement on Form S-4/A filed August 27, 2001 (File No. 333-54240)).
- 2.2 Amendment No. 1 to Agreement and Plan of Merger, dated as of March 30, 2001, among Chevron Corporation, Texaco Inc. and Keepep Inc. (incorporated by reference to Annex A-1 to the joint proxy statement/prospectus, dated August 27, 2001, that forms a part of Chevron Corporation's Registration Statement on Form S-4/A filed August 27, 2001 (File No. 333-54240)).
- 23.1* Consent of Arthur Andersen LLP.
- 99.1 Press Release dated October 9, 2001 (previously filed as Exhibit 99.1 to the registrant's Current Report on Form 8-K filed on October 9, 2001).
- 99.2 The audited financial statements of Texaco and subsidiary companies as of December 31, 2000 and 1999 and for each of the three years in the period ended December 31, 2000 (incorporated by reference to pages 44 to 70 of the Annual Report to Stockholders of Texaco for the fiscal year ended December 31, 2000, filed as

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Exhibit 13 to Texaco's Annual Report on Form 10-K for the fiscal year ended December 31, 2000 filed on March 26, 2001, SEC File No. 1-27).

99.3 The unaudited financial statements of Texaco and subsidiary companies for the quarterly period ended June 30, 2001 (incorporated by reference to Texaco's Quarterly Report on Form 10-Q for the quarter ended June 30, 2001 filed on August 9, 2001, SEC File No. 1-27).

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Notes to unaudited pro forma condensed combined financial statements.

* Filed herewith

Signature

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

Dated: October 19, 2001

CHEVRONTEXACO CORPORATION

By /s/ S.J. Crowe

S. J. Crowe, Vice President and
Comptroller
(Principal Accounting Officer and
Duly Authorized Officer)

Exhibit Index

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Form S-4/A filed August 27, 2001 (File No. 333-54240)).

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