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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

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

REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

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

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

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 |

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| | | |
|---|----------|-------------------|
| /s/ JOHN S. CHALSTY ----- John S. Chalsty | Director | February 27, 2002 |
|---|----------|-------------------|

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| SIGNATURE ----- | TITLE ----- | DATE ----- |
|---|----------------|-------------------|
| /s/ EDWARD P. DJEREJIAN ----- Edward P. Djerejian | Director | February 27, 2002 |
| /s/ JOHN E. FEICK ----- John E. Feick | Director | February 27, 2002 |
| /s/ J. ROGER HIRL ----- J. Roger Hirl | Director | February 27, 2002 |
| /s/ DALE R. LAURANCE ----- Dale R. Laurance | Director | February 27, 2002 |
| /s/ IRWIN W. MALONEY ----- Irvin W. Maloney | Director | February 27, 2002 |
| /s/ RODOLFO SEGOVIA ----- Rodolfo Segovia | Director | February 27, 2002 |
| /s/ AZIZ D. SYRIANI ----- Aziz D. Syriani | Director | February 27, 2002 |
| ----- Rosemary Tomich | Director | February 27, 2002 |

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