

Chevron Corporation
Annual Meeting of Stockholders
May 26, 2021

rules of conduct and procedures

Welcome to the Chevron Corporation 2021 Annual Meeting of Stockholders. In fairness to all attendees and in the interest of an orderly meeting, we ask for your cooperation in honoring the following rules of conduct and procedures:

1. The business of the Annual Meeting of Stockholders (“Annual Meeting”) is set forth in the Agenda.
2. The only business matters to be conducted at the Annual Meeting are the matters set forth in the Chevron Corporation 2021 Notice of Annual Meeting of Stockholders and the 2021 Proxy Statement.
3. Only stockholders as of the close of business on March 29, 2021, the record date, or their legal proxy holders, are entitled to participate, submit questions and vote at the Annual Meeting. Stockholders may vote until the polls close. Except as provided below, the polls will close immediately after the preliminary report on voting and before the question and answer session. If you have already voted your shares by proxy, your vote has been received and there is no need to vote again, unless you wish to revoke or change your vote.
4. During the presentation of a stockholder proposal, the presenter will have two minutes to present, whether the proposal is presented live or in a prerecording. The presenter should limit their comments to the stockholder proposal being presented.
5. Director nominations and stockholder proposals will not be accepted at the meeting.
6. We welcome questions from stockholders. We will have a question and answer session where we will take questions submitted through the virtual annual meeting portal. Stockholders may submit questions before and during the meeting on the [virtual annual meeting portal website](#) by clicking on the Q&A button on the bottom right hand of the platform, typing into the “Submit a Question” field, and clicking the submit button. In order to give as many stockholders as possible the opportunity to ask questions, we ask that you please limit yourself to one question. We may summarize the question in the interest of time and clarity. If we are not able to get to every question submitted, we will post a summary of the remaining questions and answers on [the investor relations page](#) of the Company’s website. In cases where multiple questions of the same topic are submitted, we may consolidate the questions and respond collectively. If a question violates the rules of conduct and procedures, we will refrain from answering the question. Given the limited time available, extraneous statements that are not related to a question will not be addressed during the Annual Meeting.
7. The Chairman will not address questions that are:
 - a. Irrelevant to the business of the Company or the conduct of its operations;
 - b. Related to pending or threatened litigation;

- c. Derogatory or otherwise not in good taste;
 - d. Substantially repetitive of questions posed by other stockholders; or
 - e. Related to personal grievances.
8. If, during the Annual Meeting, there is a technical malfunction that results in the Company being unable to proceed with the Annual Meeting, the Annual Meeting will be concluded, and, unless the polls have already been closed, the polls on all items of business will close at 12:00 pm PDT on the date of the Annual Meeting. If you are planning to vote by casting a ballot electronically during the meeting, be prepared to vote as soon as the polls open. If you are unable to vote through [the virtual annual meeting portal website](#) because of a technical malfunction, please request a ballot by emailing corpgov@chevron.com.
9. In the event of a technical malfunction or other situation that the meeting Chair determines may affect the ability of the meeting to satisfy the requirements for a stockholder meeting to be held by means of remote communication under the Delaware General Corporation Law, or that otherwise makes it advisable to adjourn the meeting, the Chair will convene the Annual Meeting at 8:30 a.m. PDT on May 26, 2021 at the Company's headquarters in San Ramon, California, solely for the purpose of adjourning the meeting to reconvene at a date, time, and physical or virtual location announced by the meeting Chair. Under either of the foregoing circumstances, we will post information regarding the announcement on [the investor relations page](#) of the Company's website.
10. While stockholders will be able to access the meeting via live audio webcast, recording the Annual Meeting is prohibited.

The Chairman in his sole discretion may conduct the meeting and rule on any questions or procedural matters that may arise.

If you have difficulty accessing the Annual Meeting, please call 844-976-0738 (toll free) or 303-562-9301 (international). Technicians will be available to assist you.

Please submit any additional questions, comments, or suggestions by email at corpgov@chevron.com or by telephone by calling 1-877-259-1501.

We appreciate your cooperation, and we thank you for attending the Chevron Corporation 2021 Annual Meeting of Stockholders.

Chevron Corporation
Annual Meeting of Stockholders
May 26, 2021
agenda

Call to order

Mary A. Francis, *Corporate Secretary and Chief Governance Officer*

Opening remarks

Michael K. Wirth, *Chairman of the Board and Chief Executive Officer*

Matters to be voted on*

- Item 1 Election of Directors
- Nominees are:
- | | | |
|------------------------|-----------------------|----------------------|
| Wanda M. Austin | Marillyn A. Hewson | Debra Reed-Klages |
| John B. Frank | Jon M. Huntsman Jr. | Ronald D. Sugar |
| Alice P. Gast | Charles W. Moorman IV | D. James Umpleby III |
| Enrique Hernandez, Jr. | Dambisa F. Moyo | Michael K. Wirth |
- Item 2 Ratification of Appointment of PwC as Independent Registered Public Accounting Firm
- Item 3 Advisory Vote to Approve Named Executive Officer Compensation
- Item 4 Stockholder Proposal to Reduce Scope 3 Emissions
- Item 5 Stockholder Proposal to Report on Impacts of Net Zero 2050 Scenario
- Item 6 Stockholder Proposal to Shift to a Public Benefit Corporation
- Item 7 Stockholder Proposal to Report on Lobbying
- Item 8 Stockholder Proposal to Adopt Policy for an Independent Chairman
- Item 9 Stockholder Proposal to Set Special Meetings Threshold at 10%

Preliminary report on voting

Mary A. Francis, *Corporate Secretary and Chief Governance Officer*

Polls close for voting

Stockholder discussion and question and answer session

Adjournment

***Votes will be accepted until the polls are closed. To vote, please click the Voting button on your screen.**