

that respect. The Commission accepts the executed Consent Agreement and places it on the public record for a period of 30 days for the receipt and consideration of public comments. In further conformity with the procedure described in Commission Rule 2.34, 16 C.F.R. § 2.34, the Commission issues its Complaint, makes the following jurisdictional findings, and issues the following Decision and Order (“Order”):

1. Respondent Chevron Corporation is a corporation organized, existing, and doing business under and by virtue of the laws of the State of Delaware with its executive offices and principal place of business located at 5001 Executive Parkway, Suite 200, San Ramon, California 94583.
2. Respondent Hess Corporation is a corporation organized, existing, and doing business under and by virtue of the laws of the State of Delaware with its executive offices and principal place of business located at 1185 Avenue of the Americas, New York, New York 10036.
3. The Commission has jurisdiction over the subject matter of this proceeding and over the Respondents, and the proceeding is in the public interest.

ORDER

I. Definitions

IT IS ORDERED that, as used in this Order, the following definitions apply:

- A. “Chevron” means Chevron Corporation, its directors, officers, employees, agents, representatives, successors, and assigns; and the joint ventures, subsidiaries, partnerships, divisions, groups, and affiliates controlled by Chevron Corporation, and the respective directors, officers, employees, agents, representatives, successors, and assigns of each. After the Merger, Respondent shall include Hess.
- B. “Hess” means Hess Corporation, its directors, officers, employees, agents, representatives, successors, and assigns; and the joint ventures, subsidiaries, partnerships, divisions, groups, and affiliates controlled by Hess Corporation, and the respective directors, officers, employees, agents, representatives, successors, and assigns of each.
- C. “Commission” means the Federal Trade Commission.
- D. “Chevron Board” means the Board of Directors of Chevron Corporation.
- E. “Director” means a member of the Board of Directors as that term is used in Section 8 of the Clayton Act, 15 U.S.C. § 19.
- F. “Merger” means the proposed merger described in the Agreement and Plan of Merger by and among Chevron Corporation, Yankee Merger Sub Inc., and Hess Corporation dated October 22, 2023.
- G. “Merger Date” means the date Respondents consummate the Merger.

H. “Officer” means “an officer elected or chosen by the Board of Directors” as that term is defined in Section 8 of the Clayton Act, 15 U.S.C. § 19(a)(4).

I. “Order” means this Decision and Order entered in this action

is in compliance with the Order. Conclusory statements that Respondent Chevron

Chevron shall, without restraint or interference, permit any duly authorized representative of the Commission:

A. Access, during business office hours of the Respondent Chevron and in the presence of