

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Barnes Robert A.</u> (Last) (First) (Middle) <u>9200 OAKDALE AVENUE</u> <u>SUITE 900</u> (Street) <u>LOS ANGELES CA</u> <u>91311</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>California Resources Corp [CRC]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>02/13/2017</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>EVP - Operations</u> 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/13/2017		A ⁽¹⁾		33,228 ⁽²⁾	A	\$0	74,038	D	
Common Stock	08/04/2016		M		317	A	\$0 ⁽³⁾	1,992.424	I	By wife
Common Stock	08/04/2016		D		317	D	\$9.22	1,675.424	I	By wife

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock Unit ⁽⁴⁾	(4)	02/13/2017		A		1,649		(4)	02/12/2020	Common Stock	1,649	\$0	1,649	I	By wife
Phantom Stock Unit ⁽³⁾	(3)	08/04/2016		M			317	08/04/2016	08/04/2016	Common Stock	317	\$0 ⁽³⁾	636	I	By wife

Explanation of Responses:

1. Grant of Restricted Stock Units (RSUs) pursuant to California Resources Corporation's (CRC) Long-Term Incentive Plan.
2. The RSUs will vest in three (3) equal annual installments on February 12, 2018, 2019, and 2020.
3. Each Phantom Stock Units (PSUs) was the economic equivalent of one share of CRC common stock. The reporting person's wife settled one-third of the PSU in cash at the scheduled vesting date.
4. The newly granted PSUs will vest in three (3) equal installments on February 12, 2018, 2019 and 2020.

Remarks:

Kendrick F. Royer, Attorney-
in-Fact for Robert A. Barnes 02/15/2017

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.