

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) EVP - Operations	
3. Date of Earliest Transaction (Month/Day/Year)			4. If Amendment, Date of Original Filed (Month/Day/Year)			
6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person						
Barnes Robert A. (Last) (First) (Middle) 9200 OAKDALE AVENUE SUITE 900 (Street) LOS ANGELES CA 91311 (City) (State) (Zip)			California Resources Corp [CRC] 07/08/2016			

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, \$0.01 par value	07/08/2016		M		159	A ⁽¹⁾	\$0 ⁽¹⁾	1,296.1 ⁽¹⁾	I	By wife
Common Stock, \$0.01 par value	07/08/2016		D		79	D	\$12.34	1,217.1	I	By wife
Common Stock, \$0.01 par value	07/08/2016		F		35	D	\$12.34	1,182.1	I	By wife
Common Stock, \$0.01 par value	07/09/2016		M		159	A ⁽²⁾	\$0 ⁽²⁾	1,341.1 ⁽²⁾	I	By wife
Common Stock, \$0.01 par value	07/09/2016		D		79	D	\$12.34	1,262.1	I	By wife
Common Stock, \$0.01 par value	07/09/2016		F		35	D	\$12.34	1,227.1	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				
Long-Term Incentive Award (Right to Buy)	\$0.0 ⁽¹⁾	07/08/2016		M			159	07/08/2016	07/08/2016	Common Stock	159	\$0 ⁽¹⁾	159	I	By wife
Long-Term Incentive Award (Right to Buy)	\$0.0 ⁽²⁾	07/09/2016		M			159	07/09/2016	07/09/2016	Common Stock	159	\$0 ⁽²⁾	0	I	By wife
Phantom Stock Unit ⁽³⁾	(3)	08/05/2015		A		953		(3)	08/04/2018	Common Stock	953	\$0	953	I	By wife

Explanation of Responses:

1. Reflects the vesting of one-third of 477 (post-split) long-term incentive units granted July 9, 2014, which were converted in the spin-off of California Resources Corporation (CRC) from Occidental Petroleum Corporation (OXY) in a manner intended to preserve the pre-spin off value of the units. Each unit was the equivalent of one share of CRC's common stock. The award pays out 50% in stock and 50% in cash. Includes 500 shares acquired under CRC's 2014 Employee Stock Purchase Plan on March 31, 2016 and June 30, 2016 (250 shares on each date).
2. Reflects the vesting of remaining one-half of 318 (post-split) long-term incentive units granted July 10, 2013, which were converted in the spin-off CRC from Oxy in a manner intended to preserve the pre-spin off value of the units. Each unit was the equivalent of one share of CRC's common stock. The award pays out in 50% in stock and 50% in cash.
3. Each of the Phantom Stock Units (PSUs) is the economic equivalent of one share of CRC Common Stock. The PSUs will vest in three (3) equal annual installments on August 4, 2016, 2017 and 2018.

Remarks:

/s/ Kendrick F. Royer,
Attorney-in Fact for Robert A. 07/12/2016
Barnes

** Signature of Reporting Person Date

* 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.