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KERR MCGEE CORP /DE  
Form 8-K  
August 24, 2004

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

August 24, 2004

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(Date of Report - Date of earliest event reported)

KERR-McGEE CORPORATION

-----  
(Exact name of registrant as specified in its charter)

Delaware	1-16619	73-1612389
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(State of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

Kerr-McGee Center	
Oklahoma City, Oklahoma	73125
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(Address of principal executive offices)	(Zip Code)

(405) 270-1313  
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(Registrant's telephone number)

Item 5.02 Departure of Directors or Principal Officers; Election of Directors;  
Appointment of Principal Officers  
On August 13, 2004, Kerr-McGee Corporation issued a press  
release announcing that W. Peter Woodward, senior vice president  
responsible for chemicals, will retire on September 17, 2004. The  
press release is attached hereto as an exhibit and is incorporated  
by reference herein.

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Item 9.01 Financial Statements and Exhibits

(c) Exhibits

99.1 Press Release dated August 13, 2004

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

KERR-MCGEE CORPORATION

By: (John M. Rauh)

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John M. Rauh  
Vice President and Controller

Dated: August 24, 2004