

KERR MCGEE CORP /DE
Form 4
July 07, 2005

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
CHRISTIANSEN GEORGE D

(Last) (First) (Middle)

**KERR-MCGEE CENTER, P. O.
BOX 25861**

(Street)

OKLAHOMA CITY, OK 73125

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

KERR MCGEE CORP /DE [KMG]

3. Date of Earliest Transaction
(Month/Day/Year)

07/06/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
____ Officer (give title below) _____ Other (specify below)
Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 (D) Price			
Common Stock - By Trustee/SIP					5,214.477	I	By Trustee/SIP
Common Stock - By Trustee/EDCP					6,774.985	I	By Trustee/EDCP
Common Stock	07/06/2005		M	1,000 A \$ 62.125	8,528	D	
Common Stock	07/06/2005		M	1,000 A \$ 64.875	9,528	D	
	07/06/2005		M	300 A	9,828	D	

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Common Stock						\$ 59.6563		
Common Stock	07/06/2005		M	7,000	A	\$ 40.2188	16,828	D
Common Stock	07/06/2005		M	9,000	A	\$ 63.5313	25,828	D
Common Stock	07/06/2005		S	18,300 (1)	D	\$ 78.9501	7,528	D

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

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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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Option (Right to Buy)	\$ 62.125	07/06/2005		M	1,000	07/09/1999 07/09/2006	Common Stock	1,000
Option (Right to Buy)	\$ 64.875	07/06/2005		M	1,000	07/08/2000 07/08/2007	Common Stock	1,000
Option (Right to Buy)	\$ 59.6563	07/06/2005		M	300	01/13/2001 01/13/2008	Common Stock	300
Option (Right to Buy)	\$ 40.2188	07/06/2005		M	7,000	01/12/2002 01/12/2009	Common Stock	7,000
Option (Right to Buy)	\$ 63.5313	07/06/2005		M	9,000	01/11/2003 01/11/2010	Common Stock	9,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CHRISTIANSEN GEORGE D KERR-MCGEE CENTER, P. O. BOX 25861 OKLAHOMA CITY, OK 73125			Vice President	

Signatures

By: Justin P. Byrne Per Attached Power of Attorney 07/07/2005

**Signature of Reporting Person
Date

Explanation of Responses:

- * 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).
- (1) On July 6, 2005, the Reporting Person exercised stock options for a total of 18,300 shares with grant prices of \$62.1250 (1,000 shares); \$64.8750 (1,000 shares); \$59.6563 (300 shares); \$40.2188 (7,000 shares) and \$63.5313 (9,000 shares), which resulted in the issuance of 18,300 shares of Kerr-McGee Corporation common stock to the Reporting Person. The stock option exercises are reported under Table II, and the issuance and subsequent sale of the stock are reported under Table I. The price at which the stock was sold was \$78.9501.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.