

KERR MCGEE CORP /DE  
Form 4  
July 08, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
RAUH JOHN M

(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)

07/08/2005

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)  
VP and Controller

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)
Common Stock - By Trustee/SIP				(A) or (D)	5,548.505	I	By Trustee/SIP
Common Stock - By Trustee/EDCP				(A) or (D)	11,233.877	I	By Trustee/EDCP
Common Stock	07/08/2005		M	7,000 A \$ 59.6563	18,014	D	
Common Stock	07/08/2005		M	6,000 A \$ 73.5	24,014	D	
	07/08/2005		M	5,000 A \$ 64.875	29,014	D	

Common Stock							
Common Stock	07/08/2005	S	<u>7,000</u> (1)	D	\$ 79.66	22,014	D
Common Stock	07/08/2005	S	<u>6,000</u> (2)	D	\$ 79.5	16,014	D
Common Stock	07/08/2005	S	<u>5,000</u> (3)	D	\$ 79.88	11,014	D

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

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SEC 1474  
(9-02)

**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)	\$ 59.6563	07/08/2005		M	7,000	01/13/2001 01/13/2008	Common Stock	7,000
Option (Right to Buy)	\$ 73.5	07/08/2005		M	6,000	01/14/2000 01/14/2007	Common Stock	6,000
Option (Right to Buy)	\$ 64.875	07/08/2005		M	5,000	01/09/1999 01/09/2006	Common Stock	5,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other  
VP and Controller

RAUH JOHN M  
KERR-MCGEE CENTER, P. O. BOX 25861  
OKLAHOMA CITY, OK 73125

## Signatures

By: Justin P. Byrne Per Attached Power of  
Attorney

07/08/2005

\_\_\_\_\_\*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 8, 2005, the Reporting Person exercised a stock option for 7,000 shares with a grant price of \$59.6563, which resulted in the issuance of 7,000 shares of Kerr-McGee Corporation common stock to the Reporting Person. The stock option exercise is 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 \$79.66.

(2) On July 8, 2005, the Reporting Person exercised a stock option for 6,000 shares with a grant price of \$73.50, which resulted in the issuance of 6,000 shares of Kerr-McGee Corporation common stock to the Reporting Person. The stock option exercise is 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 \$79.50.

(3) On July 8, 2005, the Reporting Person exercised a stock option for 5,000 shares with a grant price of \$64.875, which resulted in the issuance of 5,000 shares of Kerr-McGee Corporation common stock to the Reporting Person. The stock option exercise is 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 \$79.88.

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

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