CORBETT LUKE R

Form 4

January 11, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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

2. Issuer Name and Ticker or Trading

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

Symbol

1(b).

(Print or Type Responses)

CORBETT LUKE R

1. Name and Address of Reporting Person *

				KERR MCGEE CORP /DE [KMC			KMG]	(Checl	e)				
(Last) (First) (Middle) KERR-MCGEE CENTER, P.O. BOX 25861 (Street) OKLAHOMA CITY, OK 73125				 3. Date of Earliest Transaction (Month/Day/Year) 01/10/2006 4. If Amendment, Date Original Filed(Month/Day/Year) 				(Check all applicable) Director 10% Owner Officer (give title Other (specify below)					
								Person					
(City) (State) (Zip)				Table I -	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
	1.Title of Security (Instr. 3)	2. Transacti (Month/Day	//Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	on(A) or Dis (D) (Instr. 3, 4	posed of	d 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 Spouse							2,002	I	By Spouse			
	Common Stock - By Trustee/SIP							14,915.146	I	By Trustee/SIP			
	Common Stock - By Trustee/EDCP							26,960.119	I	By Trustee/EDCP			
	Common Stock - By Self							70,985	I	By Self as Trustee for L			

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

Issuer

Estimated average

burden hours per

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as Trustee for R Corbett
L R Corbett
Trust

Common Stock 01/10/2006 A 23,250 A \$ 0 174,450 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 onDerivative 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)	
				Code V	(A) (I		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy)	\$ 94.095	01/10/2006		A	116,350		<u>(1)</u>	01/10/2016	Common Stock	116,350

Reporting Owners

OKLAHOMA CITY, OK 73125

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CORBETT LUKE R

KERR-MCGEE CENTER, P.O. BOX 25861 COB, CEO

Signatures

By: Justin P. Byrne Per Attached Power of Attorney 01/11/2006

**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) These options will vest one-third each year on January 10, beginning in 2007.
- (2) 23,250 shares of Restricted Stock. Restrictions will lapse on January 10, 2009.

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

Reporting Owners 2

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