

REICHENBERGER JOHN F
 Form 4
 January 16, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person
 John F. Reichenberger
 Kerr-McGee Center
 P.O. Box 25861
 OK, Oklahoma City 73125
2. Issuer Name and Ticker or Trading Symbol
 KERR-McGEE CORPORATION (KMG)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year
 1/15/2003
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 Vice President & Deputy General Counsel
7. Individual or Joint/Group Filing (Check Applicable Line)
 (X) 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 | 2. Trans- action Date | 2A. Exec- ution Date | 3. Trans- action Code | 4. Securities Acquired (A) or Disposed of (D) Amount | A/ D | Price | 5. Amount of Securities Beneficially Owned Following Reported Trans(s) |
|----------------------|-----------------------------|----------------------------|-----------------------------|--|---------|-------|--|
| Common Stock | 1/14/ 2003 | 1/14/ 2003 | A | 2400 | 1 | A | 6401 |
| Common Stock | | | | | | | 2352.7195 |
| Common Stock | | | | | | | 2871.067 |

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Derivative Security | 2. Con- version or Exer- cise Price of Deriva- tive Secu- | 3. Trans- action Date | 3A. Deemed Execu- tion Date | 4. Trans- action Date | 5. Number of De rivative Secu rities Acqui red(A) or Dis posed of(D) | 6. Date Exer- cisable and Expiration Date(Month/ Day/Year) Date Expir- ation | 7. Title and Amount of Underlying Securities Title and Number of Shares | 8. P of vat Sec rit |
|---------------------------------------|--|-----------------------------|--------------------------------------|-----------------------------|--|--|---|---------------------------------|
|---------------------------------------|--|-----------------------------|--------------------------------------|-----------------------------|--|--|---|---------------------------------|

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| Priority | Day/Year) | Day/Year) | Code | V | Amount | ble | | | | |
|-----------------------|-----------|-----------|-----------|---|--------|-----|---|------------|--------------|------|
| Option [Right to Buy] | \$42.95 | 1/14/2003 | 1/14/2003 | A | 6500 | A | 2 | 01/14/2013 | Common Stock | 6500 |

Explanation of Responses:

- 2400 shares of restricted stock. Restrictions will lapse on January 14, 2006.
- These options were granted on January 14, 2003 and will vest one-third each year beginning January 14, 2004.

SIGNATURE OF REPORTING PERSON

John F. Reichenberger

By: Anita L. Brodrick Per Attached Power of Attorney