RAUH JOHN M Form 4 August 16, 2005

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Expires: January 31, 2005
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response...

5. Relationship of Reporting Person(s) to

Issuer

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

KERR MCGEE CORP /DE [KMG]

Symbol

SECURITIES

1(b).

(Print or Type Responses)

RAUH JOHN M

1. Name and Address of Reporting Person *

					KERR MCGEE CORP /DE [KMG]				(Check all applicable)				
(Last) (First) (Middle) KERR-MCGEE CENTER, P. O. BOX 25861			(Month/Day/	3. Date of Earliest Transaction (Month/Day/Year) 08/16/2005				Director 10% Owner Officer (give title Other (specify below) VP and Controller					
(Street) OKLAHOMA CITY, OK 73125					Filed(Month/Day/Year) A					. Individual or Joint/Group Filing(Check .pplicable Line) X_ Form filed by One Reporting Person Form filed by More than One Reporting erson			
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									y Owned				
	1.Title of Security (Instr. 3)	2. Transactic (Month/Day		2A. Deemed Execution Date, if any (Month/Day/Year)	n Date, if Transaction(A) or Disposed of (Code (Instr. 3, 4 and 5) ay/Year) (Instr. 8) (A) or		ed 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 Trustee/SIP						. ,		5,573.102	I	By Trustee/SIP		
	Common Stock - By Trustee/EDCP								11,241.245	I	By Trustee/EDCP		
	Common Stock	08/16/200	5		A	9,750	A	\$ 61.46	20,764	D			
	Common Stock	08/16/200	5		S	9,750	D	\$ 86.46	11,014	D			

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

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SEC 1474 (9-02)

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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)	4. Transaction Code (Instr. 8)	Transaction Derivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
			Code V	and s		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to Buy)	\$ 61.46	08/16/2005	M		9,750	05/14/2005	05/14/2012	Common Stock	9,750

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

RAUH JOHN M

KERR-MCGEE CENTER, P. O. BOX 25861 OKLAHOMA CITY, OK 73125 VP and Controller

Signatures

By: Justin P. Byrne Per Attached Power of Attorney

08/16/2005

**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).
- On August 16, 2005 the Reporting Person exercised a stock option for 9,750 shares with a grant price of \$61.46, which resulted in the issuance of 9,750 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 shares were sold was \$86.46. The option exercise and subsequent sale were executed pursuant to a Rule 10b5-1 trading plan.

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.

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