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KERR MCGEE CORP/DE

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

Jean B. Wallace

Kerr-McGee Center

PO Box 25861

OK, Oklahoma City 73125

- 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) 1/15/2003
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)

Vice President - General Administration

- 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 Securit | Trans- | s- Exec- on ution | Tran | ns c | Securities or Disposed Amount | d of (D) | / | Price | Securities Beneficially Owned Following | |
| Common Stock | | 1 | 1 | | | ı | ı | | 7078 1 | |
| Common Stock | | | | | | l | | | 755.4812 | |
| Common Stock | | | | | | l | | | 3020.543 | |
| Common Stock | | | | | | | | | 2316.356 | |

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

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| rity | Day/ | /Day/ | Code | V | Amount | i | ble | İ | İ | of Shares | |
|------|------|-------|------|---|--------|---|-----|---|---|-----------|-----------|
| | 1 | 1 | | | | | | | | 1 | |

Explanation of Responses:

1. A Form 4 was erroneously filed indicating a grant of 2400 shares of restricted stock and a stock option grant in Table II of 6500 shares, which shares and options were not granted. This Amended Form 4 is being filed to correct the reporting person's h oldings.

SIGNATURE OF REPORTING PERSON

Jean B. Wallace

By: Anita L. Brodrick Per Attached Power Of Attorney