

Harris Alonzo James
 Form 4
 January 18, 2006

FORM 4

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

OMB APPROVAL

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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 *
 Harris Alonzo James

(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)

01/17/2006

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)

V.P. & Chief Info. Officer

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock - By Trustee/SIP					1,855.603	I	By Trustee/SIP
Common Stock	01/17/2006		A		1,633	A	\$ 56.565 8,522
Common Stock	01/17/2006		A		1,383	A	\$ 49.45 9,905
Common Stock	01/17/2006		A		784	A	\$ 42.945 10,689
Common Stock	01/17/2006		S		1,633	D	\$ 96.8303 9,056

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Common Stock	01/17/2006	S	1,383	D	\$ 96.8303	7,673	D
Common Stock	01/17/2006	S	784	D	\$ 96.8303	6,889	D

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

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(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)	\$ 56.565	01/17/2006		M	1,633	01/11/2006 01/11/2015	Common Stock	1,633
Option (Right to Buy)	\$ 49.45	01/17/2006		M	1,383	01/13/2006 01/13/2014	Common Stock	1,383
Option (Right to Buy)	\$ 42.945	01/17/2006		M	784	01/14/2006 01/14/2013	Common Stock	784

Reporting Owners

Reporting Owner Name / Address	Relationships
Harris Alonzo James KERR-MCGEE CENTER, P. O. BOX 25861 OKLAHOMA CITY, OK 73125	Director 10% Owner Officer Other V.P. & Chief Info. Officer

Signatures

By: John F. Reichenberger Per Attached Power of Attorney

01/18/2006

__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) On January 17, 2006 the Reporting Person exercised a stock option for 1,633 shares with a grant price of \$56.565, which resulted in the issuance of 1,633 shares of Kerr-McGee Corporation common stock to Reporting Person. The stock option exercise is reported under Table II and the issuance and subsequent sale of the stock are reported under Table 1. The price at which the shares were sold was \$96.830263. The option exercise and subsequent sale were executed pursuant to a 10b5-1 trading plan.

(2) On January 17, 2006 the Reporting Person exercised a stock option for 1,383 shares with a grant price of \$49.45, which resulted in the issuance of 1,383 shares of Kerr-McGee Corporation common stock to Reporting Person. The stock option exercise is reported under Table II and the issuance and subsequent sale of the stock are reported under Table 1. The price at which the shares were sold was \$96.830263. The option exercise and subsequent sale were executed pursuant to a 10b5-1 trading plan.

(3) On January 17, 2006 the Reporting Person exercised a stock option for 784 shares with a grant price of \$42.945, which resulted in the issuance of 784 shares of Kerr-McGee Corporation common stock to Reporting Person. The stock option exercise is reported under Table II and the issuance and subsequent sale of the stock are reported under Table 1. The price at which the shares were sold was \$96.830263. The option exercise and subsequent sale were executed pursuant to a 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.

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