

KERR MCGEE CORP /DE

Form 15-12B

August 11, 2006

OMB APPROVAL

OMB  
Number: 3235-0167  
Expires: October 31,  
2007  
Estimated average burden  
hours per response . . . . .  
.. . 1.50

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 15

CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g)  
OF THE SECURITIES EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE  
REPORTS UNDER SECTIONS 13 AND 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.  
Commission File Number 001-16619

**Kerr-McGee Corporation**

(Exact name of registrant as specified in its charter)

**123 Robert S. Kerr Avenue  
Oklahoma City, Oklahoma  
(405) 270-1313**

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)  
**Common Stock, \$1.00 par value per share**

(Title of each class of securities covered by this Form)

**None**

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provisions(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)(i)	<input checked="" type="radio"/>	Rule 12h-3(b)(1)(i)	<input checked="" type="radio"/>
Rule 12g-4(a)(1)(ii)	<input type="radio"/>	Rule 12h-3(b)(1)(ii)	<input type="radio"/>
Rule 12g-4(a)(2)(i)	<input type="radio"/>	Rule 12h-3(b)(2)(i)	<input type="radio"/>
Rule 12g-4(a)(2)(ii)	<input type="radio"/>	Rule 12h-3(b)(2)(ii)	<input type="radio"/>
		Rule 15d-6	<input type="radio"/>

Approximate number of holders of record as of the certificate or notice date: **One holder of record**

Pursuant to the requirements of the Securities Exchange Act of 1934, Kerr-McGee Corporation has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: August 10, 2006

By: /s/ Charlene A. Ripley  
Name: Charlene A. Ripley

Title: Vice President, General Counsel,  
Corporate Secretary and Chief  
Compliance Officer