



KERR-McGEE NUCLEAR CORPORATION

POST OFFICE BOX 218 • GRANTS, NEW MEXICO 87020

July 19, 1982

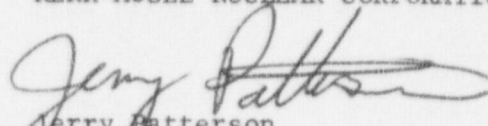
Mr. G. W. Stewart
Radiation Protection Bureau
Environmental Improvement Division
P.O. Box 968
Santa Fe, New Mexico 87503

Dear Mr. Stewart:

Enclosed is our Tails Report for the second quarter of 1982.

Respectfully,

KERR-McGEE NUCLEAR CORPORATION


Jerry Patterson

JP:hc

Enclosure

9803270383 820630
PDR ADOCK 04008905
C PDR

TAILINGS REPORT

2nd Quarter, 1982

INPUT TO PONDS

	<u>Tons</u>	<u>Acre Ft.</u>
Solids to Ponds:	342,729	252.2
Mill Solution to Ponds:	474,786	349.4
Water to Ponds:	33,761	24.8
Total Liquid To Ponds	508,547	374.2

STATUS OF PONDS

<u>Pond No.</u>	<u>Evaporation Area Acres</u>	<u>Average Depth Feet</u>	<u>Solution Volume Acre Feet</u>
1	10.6	1.0	10.6
2	28.9	0.75	21.7
3	9.6	1.6	15.8
4	Dry	--	--
5	Dry	--	--
6	Dry	--	--
7	9.0	3.9	35.2
8	26.7	5.9	156.5
9	23.6	0.7	17.0
10	Dry	--	--
11	28.3	4.1	117.4
12	22.4	3.8	86.0
13	16.8	5.7	95.1
14	20.8	2.0	41.6
15	24.1	3.4	82.2
16	19.5	5.2	102.0
17	10.0	1.8	18.1
18	27.2	3.4	91.9
19	34.8	4.0	137.5
20	29.0	4.1	118.3
21	21.0	3.3	69.7
TOTAL	362.3	3.4	1216.6

POND ELEVATIONS

<u>Pond No.</u>	<u>Elevation, Ft.</u>	<u>Elevation Change, Ft.</u>
1	<u>7009.71</u>	<u>- 1.24</u>
2	<u>6982.45</u>	<u>- 2.30</u>
3	<u>6922.68</u>	<u>- 0.38</u>
4	<u>Dry</u>	<u>--</u>
5	<u>Dry</u>	<u>--</u>
6	<u>Dry</u>	<u>--</u>
7	<u>6993.89</u>	<u>- 0.49</u>
8	<u>7014.90</u>	<u>- 1.50</u>
9	<u>6919.02</u>	<u>- 1.27</u>
10	<u>Dry</u>	<u>--</u>
11	<u>6936.15</u>	<u>- 0.01</u>
12	<u>6927.84</u>	<u>- 1.71</u>
13	<u>6923.86</u>	<u>+ 2.35</u>
14	<u>6913.50</u>	<u>- 1.71</u>
15	<u>6906.41</u>	<u>- 1.69</u>
16	<u>6901.13</u>	<u>- 0.03</u>
17	<u>6892.11</u>	<u>- 4.40</u>
18	<u>6890.38</u>	<u>+ 2.03</u>
19	<u>6883.15</u>	<u>- 1.57</u>
20	<u>6877.48</u>	<u>- 0.35</u>
21	<u>6900.02</u>	<u>- 1.67</u>

RELATIVE EVAPORATION RATE

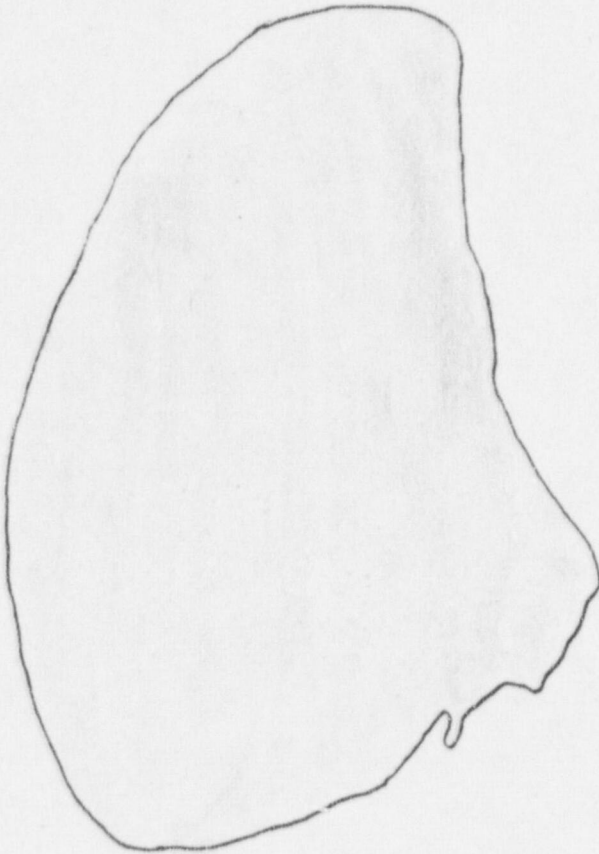
Evaporation	<u>18.8"</u>
Precipitation	<u>1.15"</u>
Relative Evaporation	<u>19.95"</u>

OBSERVATION WELLS - WATER ELEVATION

<u>Well</u>	<u>Collar Elevations</u>	<u>Elevation - Ft.</u>	<u>Change - Ft.</u>
A-1	6920.7	<u>6911.06</u>	<u>- 3.24</u>
B-2	6922.4	<u>6918.7</u>	<u>+ 0.20</u>
C-3	6927.8	<u>6918.2</u>	<u>- 1.80</u>
D-4	6929.4	<u>6916.92</u>	<u>- 1.28</u>
E-5	6923.2	<u>6916.40</u>	<u>- 0.40</u>
44	6922.5	<u>6816.46</u>	<u>- 0.54</u>

OBSERVATION WELLS - SOLUTION ASSAYS

<u>Well</u>	<u>U, mg/l</u>	<u>Cl, mg/l</u>	<u>TDS, mg/l</u>	<u>pH</u>	<u>Radium, pCi/l</u>
A-1	<u>.23</u>	<u>3212</u>	<u>18066</u>	<u>6.91</u>	<u>9</u>
B-2	<u>.11</u>	<u>3696</u>	<u>11604</u>	<u>5.09</u>	<u>13</u>
C-3	<u>.09</u>	<u>3072</u>	<u>12836</u>	<u>4.60</u>	<u>5</u>
D-4	<u>.11</u>	<u>2795</u>	<u>8360</u>	<u>5.80</u>	<u>15</u>
E-5	<u>.09</u>	<u>1993</u>	<u>8590</u>	<u>7.65</u>	<u>3</u>
44	<u>.14</u>	<u>87.23</u>	<u>1702</u>	<u>7.85</u>	<u>11</u>
Decant Pond	<u>9.0</u>	<u>4249</u>	<u>52768</u>	<u>1.76</u>	<u>3789</u>

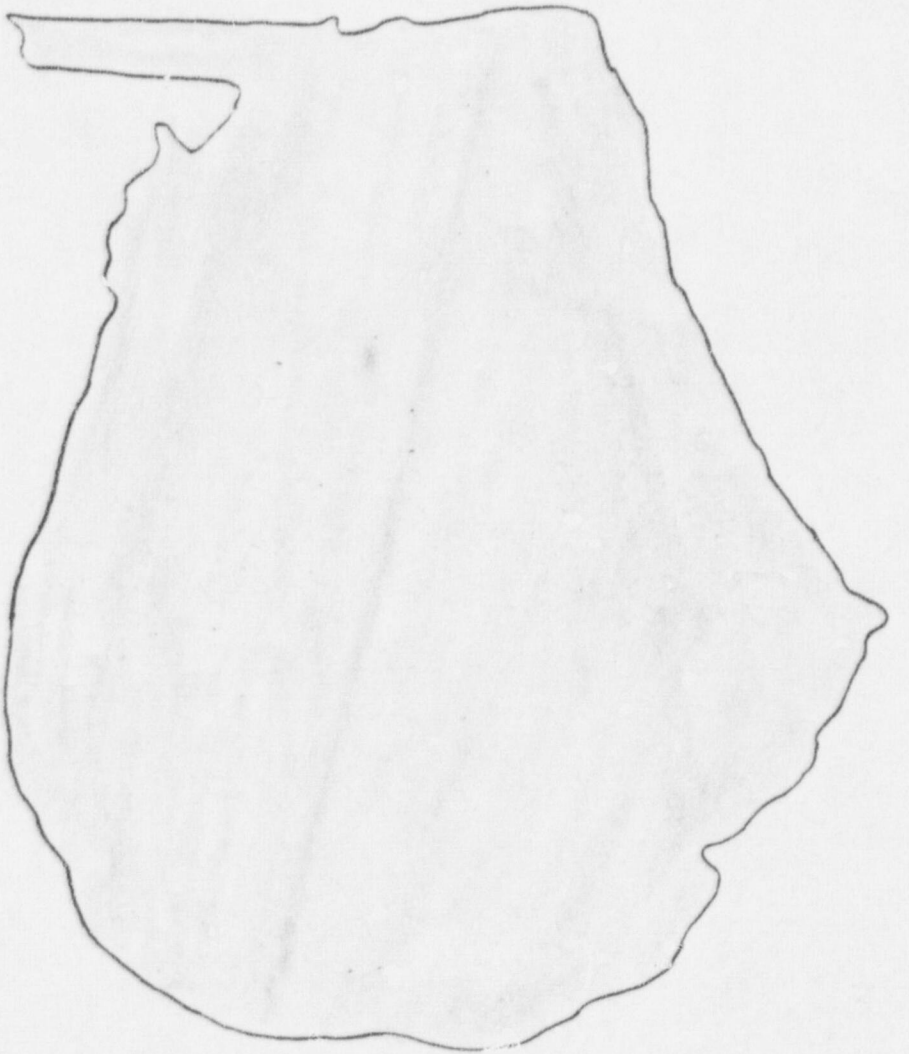


KERR-MCGEE NUCLEAR - POND #1

Solution Elevation 7009.71
Average Depth 1.0

Solution Area 10.6 Ac.
Solution Volume 10.6 Ac.Ft.

Date 7/1/82



KERR-MCGEE NUCLEAR - POND #2

Solution Elevation 6982.45

Average Depth 0'9"

Solution Area 28.9 Ac.

Solution Volume 21.7 Ac.Ft.

Date 7/1/82

MARK-MCGEE NUCLEAR - POND 3

Elevation: 6922.68

Ft.

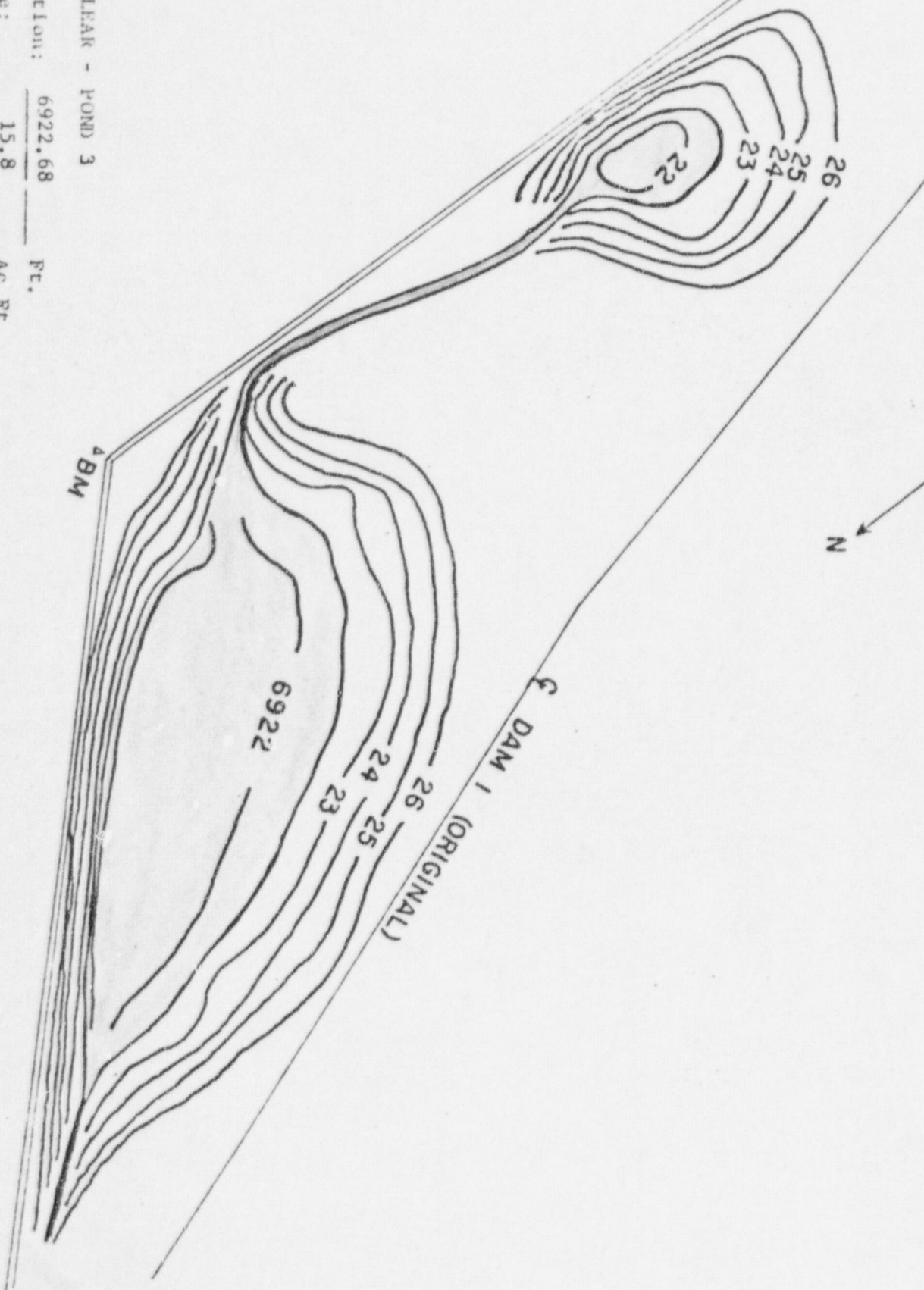
Volume: 15.8

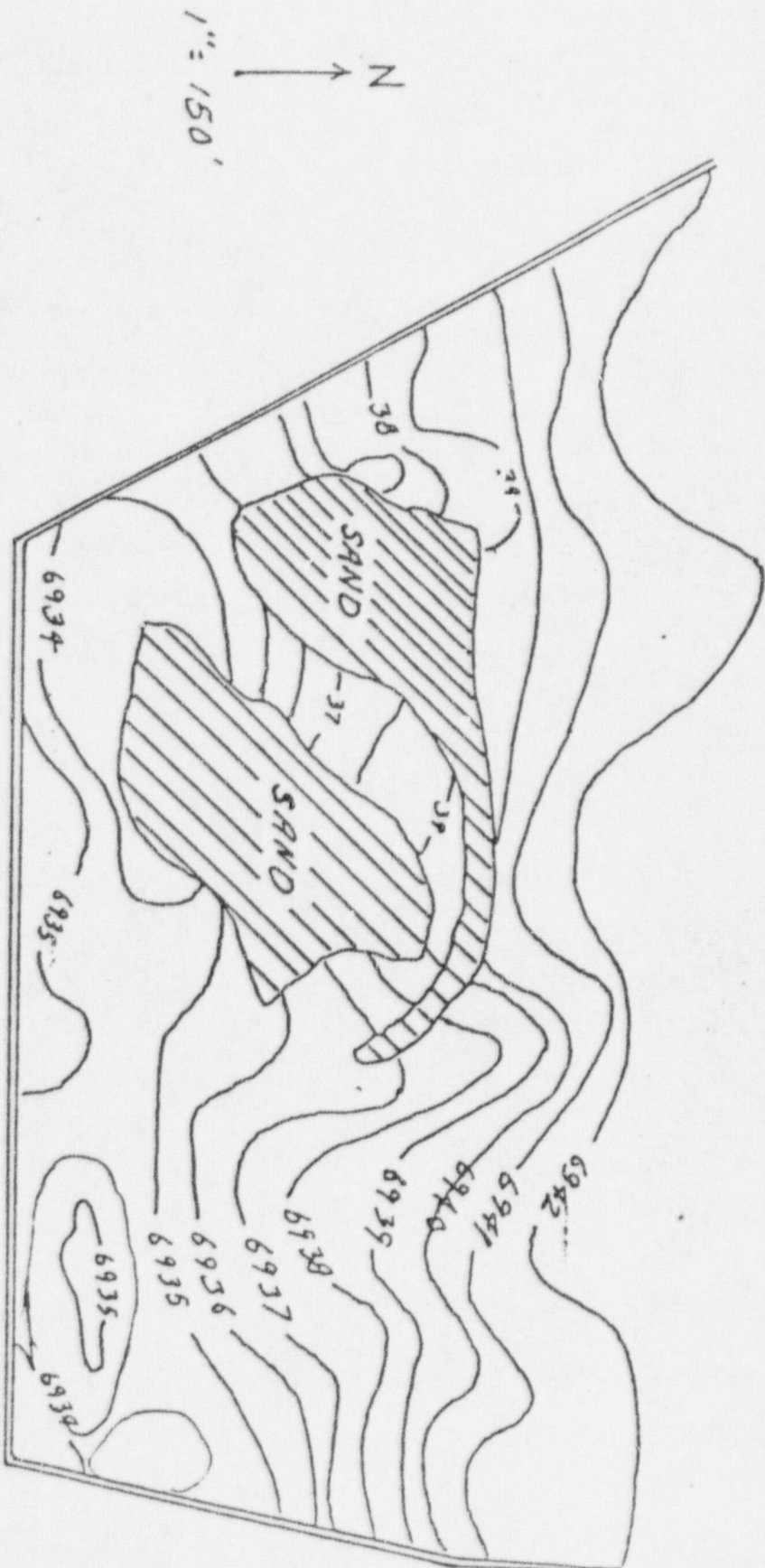
Ac. Ft.

Area: 9.6

Ac.

Date: 7/1/82





KERR-MCGEE NUCLEAR CORP. Pond No. 4

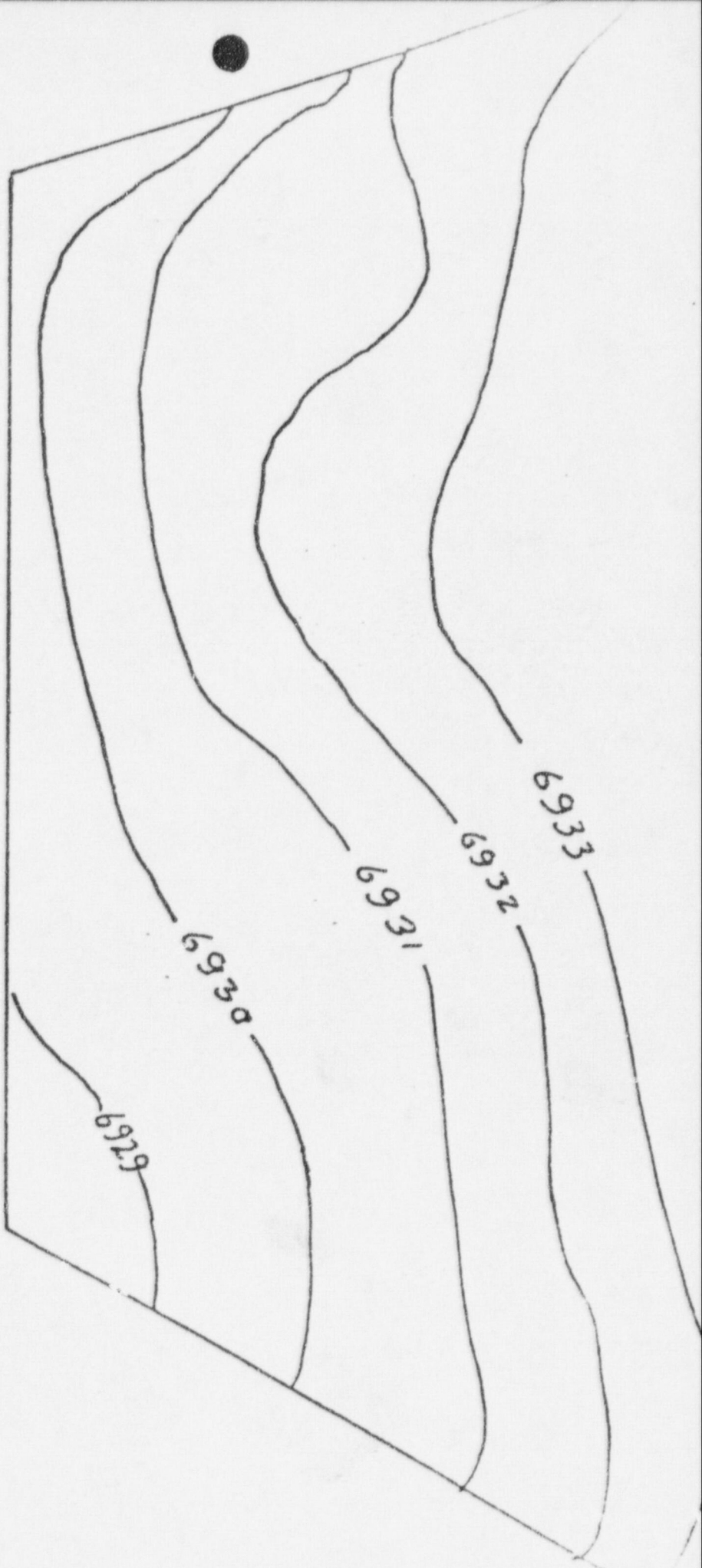
Solution Elevation: Dry

Average Depth:

Solution Area Acres

Solution Volume: Acre Ft.

Date: 7/1/82



Cum.

KERR-MCGEE NUCLEAR POND 5

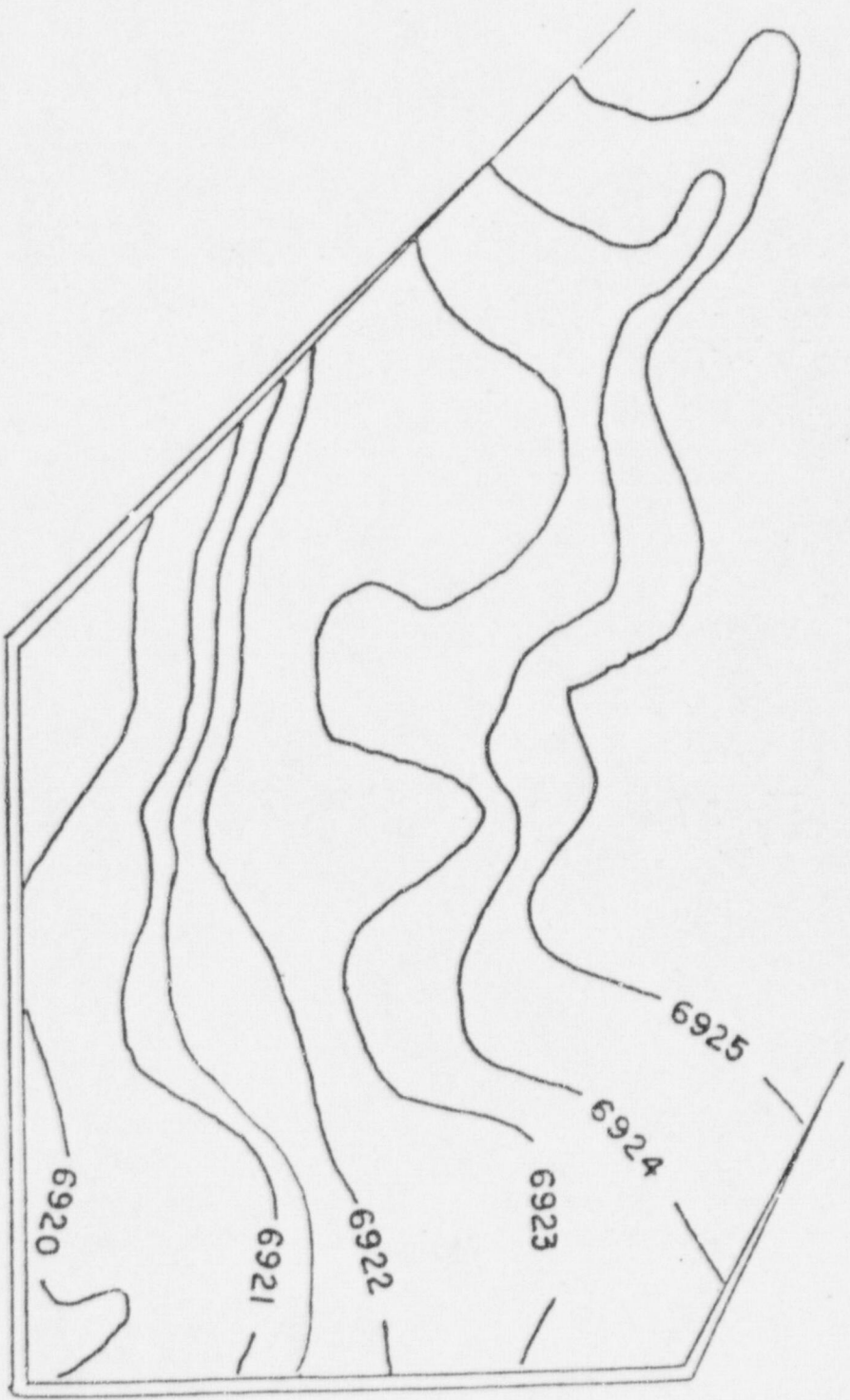
Solution Elevation Dry

Average Depth -- Ft.

Solution Area -- Acres

Solution Volume -- Acres

Date 7/1/82



KERR-MCGEE NUCLEAR CORPORATION POND NO. 6

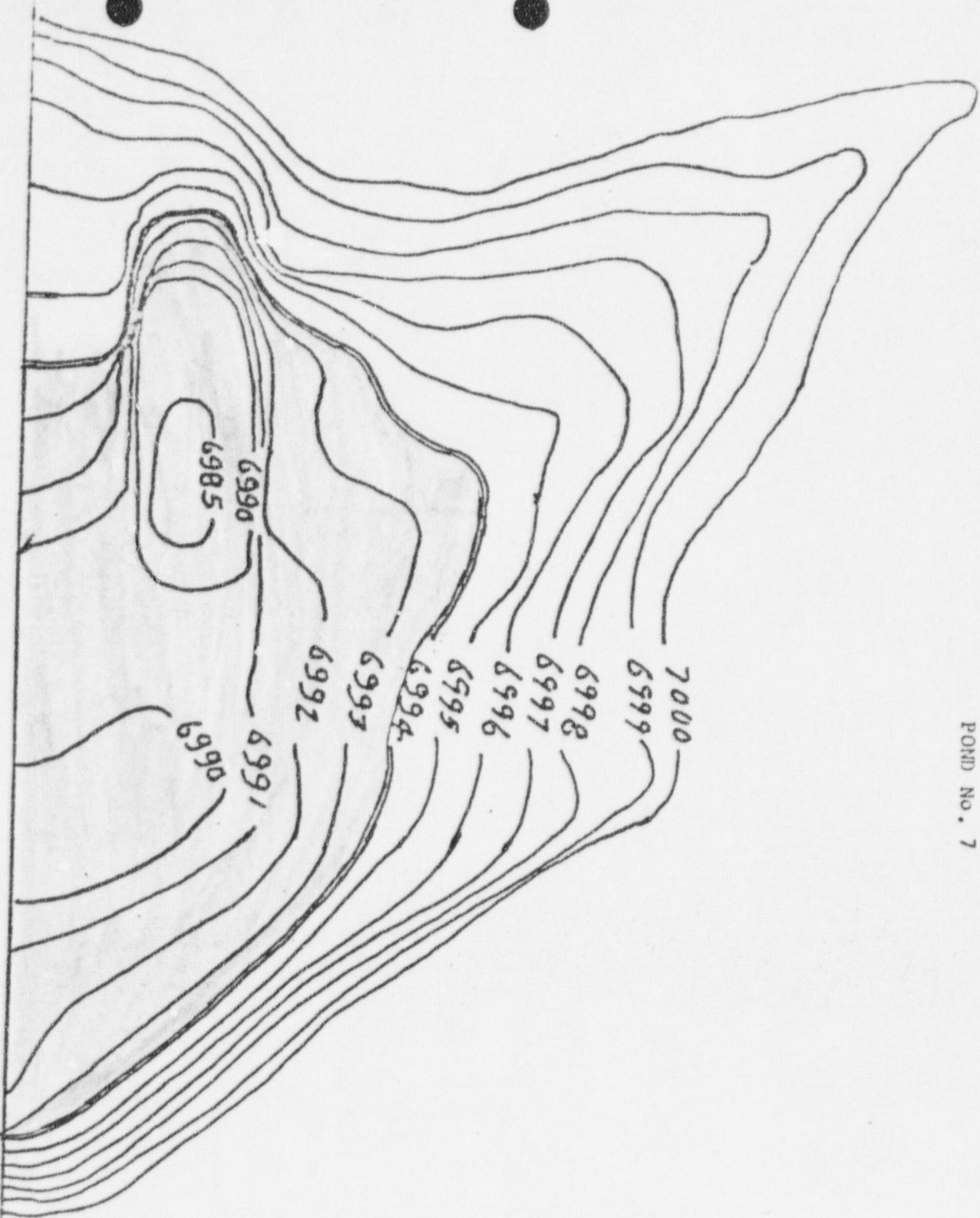
Solution Elevation Dry

Average Depth -- Ft.

Solution Area -- Acres

Solution Volume -- Acre Ft.

Date 7/1/82



KERR-MCGEE NUCLEAR - POND 7

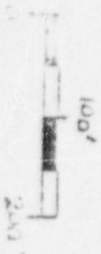
Solution Elevation 6993.89

Average Depth 3.9 ft.

Solution Area 9.0 Acres

Solution Volume 35.2 Acre/ft.

Date 7/1/82



Date 7/1/82

FORM 10-Q

SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

Quarterly Report Under Section 13 or 15 (d)
of the Securities Exchange Act of 1934

For the Quarter Ended June 30, 1982 Commission File Number 1-3939

KERR-McGEE CORPORATION

(Exact Name of Registrant as Specified in its Charter)

A Delaware Corporation

(State or Other Jurisdiction of
Incorporation or Organization)

73-0311467

(I. R. S. Employer
Identification No.)

Kerr-McGee Center, Oklahoma City, Oklahoma
(Address of Principal Executive Offices)

73125
(Zip Code)

Registrant's telephone number (405) 270-1313

Number of shares outstanding of each class of
common stock, as of the latest practicable date:

\$1 par value - 52,768,950 Shares on July 30, 1982

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15 (d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes X No

RECEIVED
AUG 18 1982
Nuclear Accounting

PART I - FINANCIAL INFORMATION

Item 1. Financial Statements

KERR-McGEE CORPORATION AND SUBSIDIARY COMPANIES CONSOLIDATED STATEMENT OF INCOME (UNAUDITED)

	Three Months Ended June 30		Six Months Ended June 30	
	1982	1981	1982	1981
	- - - Thousands, Except Per Share Amounts - - -			
Income				
Sales and services	\$911,850	\$890,812	\$1,848,505	\$1,806,938
Costs and Expenses				
Costs and operating expenses	\$650,527	\$647,028	\$1,368,224	\$1,336,681
Selling, general and administrative expenses	32,284	27,422	63,429	61,305
Depreciation, depletion and amortization	58,284	43,019	112,147	82,810
Exploration, including dry holes	26,826	19,454	50,909	38,334
Taxes, other than income taxes	38,077	39,728	78,743	80,096
Interest and debt expense	26,020	20,730	49,965	38,960
Total Costs and Expenses	\$832,018	\$797,381	\$1,723,417	\$1,638,186
	\$ 79,832	\$ 93,431	\$ 125,088	\$ 168,752
Other Income	6,149	5,409	13,068	9,655
Net Income before Income Tax Provision	\$ 85,981	\$ 98,840	\$ 138,156	\$ 178,407
Provision for Income Taxes	35,746	47,395	58,752	83,625
Net Income	\$ 50,235	\$ 51,445	\$ 79,404	\$ 94,782
Average Shares of Common Stock and Common Stock Equivalents Outstanding during Period (B)	52,782	51,926	52,641	51,926
Net Income per Common Share (B)	\$.95	\$.99	\$ 1.51	\$ 1.83
Cash Dividends Declared per Common Share (B)	\$.275	\$.25	\$.55	\$.50

See accompanying notes.

KERR-McGEE CORPORATION AND SUBSIDIARY COMPANIES
CONSOLIDATED BALANCE SHEET
(UNAUDITED)

	June 30, 1982	December 31, 1981
	- - - - -	Thousands - - - - -
ASSETS		
Current Assets:		
Cash	\$ 92,018	\$ 204,577
Marketable securities	16,310	13,371
Accounts and notes receivable	192,628	180,067
Inventories	564,465	508,887
Deposits and prepaid expenses	21,693	18,844
Total Current Assets	<u>\$ 887,114</u>	<u>\$ 925,746</u>
Property, Plant and Equipment	\$3,747,776	\$3,479,299
Less reserves for depreciation, depletion and amortization	<u>1,194,671</u>	<u>1,113,560</u>
	<u>\$2,553,105</u>	<u>\$2,365,739</u>
Investments and Other Assets	\$ 125,227	\$ 123,419
	<u>\$3,565,446</u>	<u>\$3,414,904</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities:		
Accounts and notes payable	\$ 368,765	\$ 315,309
Other current liabilities	292,007	240,308
Total Current Liabilities	<u>\$ 660,772</u>	<u>\$ 555,617</u>
Long-term Debt	\$ 790,101	\$ 841,509
Advances to be Repaid from Future Production	\$ 81,399	\$ 85,857
Deferred Credits and Other Liabilities	<u>\$ 462,243</u>	<u>\$ 430,697</u>
Stockholders' Equity:		
Common stock, par value \$1 - 150,000,000 shares authorized, 52,993,939 shares issued at 6-30-82 and 52,088,012 shares at 12-31-81	<u>\$ 52,994</u>	<u>\$ 52,088</u>
Capital in excess of par value	229,491	228,213
Retained earnings	<u>1,290,218</u>	<u>1,222,695</u>
	<u>\$1,572,703</u>	<u>\$1,502,996</u>
Less common shares in treasury, at cost - 224,989 at 6-30-82 and 12-31-81	<u>1,772</u>	<u>1,772</u>
Total Stockholders' Equity	<u>\$1,570,931</u>	<u>\$1,501,224</u>
	<u>\$3,565,446</u>	<u>\$3,414,904</u>

The successful efforts method of accounting for oil and gas production activities has been followed in preparing this balance sheet.

See accompanying notes.

KERR-McGEE CORPORATION AND SUBSIDIARY COMPANIES
CONSOLIDATED STATEMENT OF CHANGES IN FINANCIAL POSITION
(UNAUDITED)

	Six Months Ended June 30	
	1982	1981
	- - - - Thousands - - - -	- - - -
<u>Source of Funds</u>		
Funds from operations	\$255,705	\$241,633
Issuance of common stock	19,325	927
Additions to long-term debt	23,246	144,397
Other	2,325	1,706
	<u>\$300,601</u>	<u>\$388,663</u>
<u>Disposition of Funds</u>		
Capital expenditures	\$317,026	\$261,003
Repayment of long-term debt and production advances	79,333	41,812
Dividends	29,022	25,911
Property and equipment of business acquired, net	9,288	-
Other	9,719	10,337
	<u>\$444,388</u>	<u>\$339,063</u>
Increase (Decrease) in Working Capital	<u>(\$143,787)</u>	<u>\$ 49,600</u>

See accompanying notes.

KERR-McGEE CORPORATION AND SUBSIDIARY COMPANIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

JUNE 30, 1982

- A. The condensed financial statements included herein have been prepared by the company, without audit, pursuant to the rules and regulations of the Securities and Exchange Commission and, in the opinion of management, include all adjustments, consisting only of normal recurring accruals, necessary for a fair presentation of the financial position of the company as of June 30, 1982 and December 31, 1981, and the results of operations for the three-month and six-month periods ended June 30, 1982 and 1981 and changes in financial position for the six-month periods ended June 30, 1982 and 1981. Certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted pursuant to such rules and regulations, although the company believes that the disclosures are adequate to make the information presented not misleading. It is suggested that these condensed financial statements be read in conjunction with the financial statements and the notes thereto included in the company's latest annual report on Form 10-K.
- B. Computation of net income per common share is based on the weighted average number of shares outstanding during the period after assuming the conversion of options. Shares and per-share amounts reflect the two-for-one split of shares of common stock outstanding at the close of business on October 21, 1981.
- C. The company's crude oil and refined petroleum product inventories are priced at cost under the LIFO method. Since the carrying values of inventories under the LIFO method are based on an annual determination of quantities and costs as of the last day of the fiscal year, the LIFO inventory values at June 30, 1982, are based on certain estimates relating to quantities and costs as of December 31, 1982.
- D. The note titled "Contingencies" on Page 59 of the Notes to Consolidated Financial Statements in the company's latest annual report on Form 10-K should be reviewed in connection with the accompanying balance sheet. The most significant of the contingent liabilities and more recent developments are discussed below.

The company is one of ten defendants in a recently filed action, Washington Public Power Supply System vs. Western Nuclear, Inc. et al., which alleges that the prices of uranium delivered or to be delivered under

KERR-McGEE CORPORATION AND SUBSIDIARY COMPANIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

JUNE 30, 1982

plaintiff's uranium supply contracts with Western Nuclear and another supplier (not the company) are excessive as a result of a conspiracy among the defendants to fix the price of uranium in violation of the anti-trust laws, and asks treble damages in an unspecified amount. Although counsel has not at this early stage formed an opinion as to the ultimate outcome, management and counsel believe that the company has meritorious defenses to the action.

A suit by a group of royalty owners in New Mexico against the company, in which it is alleged that royalties due the plaintiffs since 1972 for uranium ore have been underpaid because they were not based on the true "field market price" of uranium ore, is scheduled for trial in September 1982 to determine initially whether the company has any liability for underpayment of royalties. The company believes that the ultimate resolution of this matter will not have a material adverse effect on the consolidated financial position of the company.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.

Liquidity and Capital Resources

Working capital decreased \$143.8 million during the first half of 1982 to \$226.3 million, and the working capital ratio was 1.3 at June 30, 1982, compared with 1.7 on December 31, 1981.

The decrease in working capital during the first six months was attributable primarily to a \$112.6 million reduction in cash, which included a \$50 million payment in January to reduce long-term debt under the company's revolving credit agreements. Other significant changes in the elements of working capital were increases of \$55.8 million in accounts payable, \$28.5 million in current income taxes payable, and \$23.9 million in long-term debt due in one year, offset partially by a \$55.6 million increase in inventories. Set forth below are material source and disposition of fund items affecting working capital during the six-month period:

<u>In Millions of Dollars</u>	<u>Increase (Decrease) in Funds</u>
Funds provided from operations	\$255.7
Issuance of common stock	19.3
	<u>\$275.0</u>
Capital expenditures	(317.0)
Dividends	(29.0)
Long-term debt and production advances - Net	(56.1)
Property and equipment of business acquired - Net	(9.3)
Other - Net	<u>(7.4)</u>
Net Change	<u>(\$143.8)</u>

Funds from operations were adequate to finance a substantial portion of the company's capital expenditures and dividend payments for the period. As noted above, working capital was reduced by a \$50 million payment in January to reduce long-term debt outstanding.

Substantially all of the funds provided from the issue of common stock relates to the exchange in February 1982 of a total of 905,803 shares of Kerr-McGee Corporation common stock for all the capital stock of Benedum-Trees Oil Company under a pooling-of-interest arrangement. In view of the immaterial amounts involved, prior year financial statements were not restated.

At June 30, 1982, the company had available \$501 million in unused bank lines of credit. Of these lines, \$399 million also supports commercial paper borrowing arrangements of Kerr McGee Credit Corporation, a wholly owned finance subsidiary.

Capital expenditures for the six months ended June 30, 1982, totaled \$317.0 million. Petroleum related activities accounted for 85.8% of this total. In the North Sea, the company is continuing the development of the Beatrice Field offshore Scotland, where production began in September 1981, and the South Brae Field. Oil and gas activities in the Gulf of Mexico continued at a high level where, in addition to continuing drilling programs underway, the company acquired 11,955 net acres of new leases in February.

Also, onshore, as of August 11 Kerr-McGee was participating in 36 wells now in various stages of drilling and completion and in 4 producing wells in the deep gas exploration and development program in the Fletcher area in Oklahoma. The company's participation in these wells averages approximately 22% per well. Results to date in this high-risk program have been varied. It is estimated that at least 6 months more drilling and testing will be required to permit a more definite appraisal of the area. A number of independent oil companies, adversely affected by developments in the oil industry, are delinquent in making payments under operating agreements relating to the wells. If any of these accounts should prove to be uncollectible, Kerr-McGee's investment in this program could be increased.

Results of Operations

Second Quarter 1982 Compared with Second Quarter 1981

Earnings -

Net income for the second quarter of 1982 of \$50.2 million was 2.4% below earnings in the second quarter of 1981. The company had gains in earnings during the second quarter from oil and gas operations and offshore contract drilling, while coal and chemical profits were down slightly. The nuclear segment incurred a small loss in the second quarter, compared with a small profit reported during the second quarter in 1981. Petroleum refining and marketing also operated at a loss during this year's second quarter, about the same as experienced in the corresponding period last year; however, second quarter results for 1982 showed a significant improvement over those for the preceding quarter of 1982.

Sales and Services -

Revenues for the second quarter of 1982 were \$912 million (2%) above the amount reported for last year's second quarter. Sales for the petroleum segment were up \$34.7 million. Refining and marketing operations accounted for over one-half of the \$34.7 million increase, as a 20% increase in sales volume had a substantially greater impact than a lower average unit price. Offshore contract drilling recorded a 24% increase in revenues, primarily due to the addition of two new rigs since June 30, 1981, and higher day rates. Oil and gas production sales dollars were up slightly. New production from the North Sea resulted in an overall increase of 18% in crude oil sales volume; however, the average sales price per barrel was down \$4.57 (13%). Both natural gas sales volume and average price were up over last year. Coal revenues showed an increase of \$5 million in the current quarter, as both total sales volume and average sales price improved. On the other hand, chemical sales were down \$12.1 million. Pigment sales were higher, but all other chemical divisions reported lower revenues, especially the electrolytic products and soda products divisions. Nuclear revenues decreased \$6.6 million, primarily because of a lower sales volume of uranium (U_3O_8) in the second quarter of 1982.

Costs and Expenses -

Costs and operating expenses were less than 1% greater than the amount reported in second quarter 1981. Going against the decrease for other operations in general, petroleum refining and marketing recorded higher costs and operating expenses this year, predominately because of processing higher volumes of crude oil in refining operations. The increase in depreciation, depletion and amortization is a reflection of large capital expenditures in oil and gas production and contract drilling operations. Continued high activity in the search for oil and natural gas resulted in a substantial increase in exploration costs.

Interest Expense -

Total interest charges, including interest capitalized, amounted to \$40.7 million for the second quarter of 1982, compared with \$33.6 million for second quarter 1981. Long-term debt was significantly higher this year.

Provision for Income Taxes -

The provision for income taxes was lower in second quarter 1982 primarily because of less foreign income taxes.

First Six Months 1982 Compared with First Six Months 1981

Earnings -

Net income for the first six months of 1982 totaled \$79.4 million, a 16.2% decrease from the amount earned in the first half of 1981. The principal factor in the lower earnings was a nonrecurring charge of \$17 million (after taxes) made to chemical earnings in the first quarter of 1982 due to the shutdown of most of the old Trona plant in Searles Valley, California. During the first half of 1982, higher earnings from oil and gas production and offshore contract drilling were partially offset by a lower contribution from coal. Petroleum refining and marketing operations incurred a loss in the current six months, compared with earnings barely above the break-even level a year ago.

Nuclear operations, as well as chemical, reported a loss for the first six months of 1982, while both segments were profitable for the first half of 1981. At the end of July, Kerr-McGee Nuclear reduced its uranium mining and milling operations and laid off 460 of the 1,600 employees in New Mexico.

Sales and Services -

Sales and services for the first six months of 1982 of \$1.849 billion were up 2% from the same period in 1981. In the petroleum segment, sales were up \$47.7 million. Oil and gas production revenues increased substantially, primarily due to liftings of crude oil from North Sea leases that began producing in late 1981. Natural gas revenues reflected a greater sales volume at a significantly higher average price. The average sales price for crude oil was down \$2.20 per barrel. Offshore contract drilling's revenues were also up sharply, benefiting from the use during the 1982 period of four new rigs added in 1981 and one added in April of 1982, and from increased day rates. In petroleum refining and marketing operations, revenues dropped somewhat, as lower prices for the 1982 period had a greater effect than an overall increase in refined products sales volume. For coal, small increases in average sales price and tons sold resulted in an improvement of almost \$6 million in sales. Chemical sales decreased \$1.8 million (less than 1%) from last year's first half. Most chemical divisions reported lower revenues, especially forest products, but soda products and pigment sales dollars were higher. A sharply lower average selling price and a 6% decline in sales volume of uranium (U_3O_8) were the primary causes of a \$9.2 million decrease in nuclear sales.

Costs and Expenses -

Costs and operating expenses for the first half of 1982 increased slightly over the amount reported a year ago. Excluding the nonrecurring charge (\$31 million pre-tax) to chemical operations referred to under "Earnings" above, costs and operating expenses for the comparative periods were essentially the same. An increase in depreciation, depletion and amortization is a result of continued heavy capital

expenditures in oil and gas production and offshore contract drilling operations. An increase in exploration, including dry holes, occurred in the petroleum segment.

Interest Expense -

Total interest, expense and capitalized, amounted to \$77.2 million for the first half of 1982, compared with \$63.1 million for the corresponding period in 1981. The increase was the result of additional long-term borrowings during the past year.

Provision for Income Taxes -

Less income taxes were provided in the first six months of 1982, primarily because of less pre-tax income.

PART II - OTHER INFORMATION

Item 1. Legal Proceedings

On July 12, 1982, the United States Court of Appeals for the 9th Circuit affirmed the action of the District Court in dismissing Begay v. Kerr-McGee Corporation, et al., which had asked damages from the company and several other mining companies on behalf of 50 Navajo miners alleged to have contracted cancer or other respiratory diseases while working in uranium mines on the Navajo reservation.

On May 4, 1982, the United States Court of Appeals for the 7th Circuit reversed and remanded the decision of the United States District Court for the Northern District of Illinois dismissing the actions entitled State of Illinois v. Kerr-McGee Chemical Corporation and City of West Chicago v. Kerr-McGee Chemical Corporation, involving alleged violations of state and local environmental laws at the company's closed West Chicago facility, which previously processed thorium ores. The lower court had found that the Nuclear Regulatory Commission had exclusive jurisdiction, but the appellate court held that the record was inadequate for such a finding in the city's case and that removal to the federal court had been improper in the state's case. A petition for rehearing is pending.

During the quarter, the Superior Court of California for the City and County of San Francisco refused to certify as a class action the action entitled McKeever v. Shell Oil Company, et al., in which the company is one of the defendants. The action is described in the Company's Form 10-K Report for the year ended December 31, 1981.

Item 6(a) Exhibits

The Company has incurred during the second quarter of 1982 certain long-term debt not registered pursuant to the Securities and Exchange Act of 1934. No instrument with respect to such debt is being filed since the total amount of securities authorized under such instruments does not exceed 10% of the total assets of the company on a consolidated basis. The company hereby agrees to furnish to the Securities and Exchange Commission upon its request a copy of such instruments defining the rights of the holders of such debt.

Item 6(b)

No reports on Form 8-K were filed by the Registrant during the quarter ended June 30, 1982.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

KERR-McGEE CORPORATION

Date August 12, 1982

By /S/Marvin K. Hambrick
Marvin K. Hambrick
Executive Vice President, Finance
and Chief Financial Officer

Date August 12, 1982

By /S/John D. Raunborg
John D. Raunborg
Vice President and Controller and
Chief Accounting Officer