

OMB APPROVAL	
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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 Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>OCCIDENTAL PETROLEUM CORP /DE/</u> _____ (Last) (First) (Middle) <u>10889 WILSHIRE BOULEVARD</u> _____ (Street) <u>LOS ANGELES CA 90024</u> _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>LYONDELL CHEMICAL CO [LYO]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)		
			3. Date of Earliest Transaction (Month/Day/Year) <u>02/02/2007</u>					
			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/02/2007		M		5,000,000	A	\$25	25,307,860	I	by Occidental Petroleum Investment Co. and Occidental Chemical Holding
Common Stock	02/02/2007		F		4,317,790	D	\$28.95	20,990,070	I	by Occidental Petroleum Investment Co. and Occidental Chemical Holding

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Warrants	\$25	02/02/2007		M		5,000,000		08/22/2002	08/22/2007	Common Stock	5,000,000	\$0	0	I	by subsidiary ⁽¹⁾

1. Name and Address of Reporting Person*
OCCIDENTAL PETROLEUM CORP /DE/

 (Last) (First) (Middle)
10889 WILSHIRE BOULEVARD

 (Street)
LOS ANGELES CA 90024

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
OCCIDENTAL CHEMICAL HOLDING CORP

 (Last) (First) (Middle)
10889 WILSHIRE BOULEVARD

 (Street)
LOS ANGELES CA 90024

 (City) (State) (Zip)

(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
OCCIDENTAL PETROLEUM INVESTMENT CORP		
(Last)	(First)	(Middle)
10889 WILSHIRE BOULEVARD		
(Street)		
LOS ANGELES	CA	90024
(City)	(State)	(Zip)

Explanation of Responses:

1. Owned by Occidental Chemical Holding Corporation, an indirect wholly-owned subsidiary of Occidental Petroleum Corporation

[/s/ JIM A. LEONARD, Vice
President and Controller of
Occidental Petroleum
Corporation](#) [02/06/2007](#)

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

JOINT FILER INFORMATION

Name: Occidental Chemical Holding Corporation

Address: 10889 Wilshire Boulevard
Los Angeles, California 90024

Designated Filer: Occidental Petroleum Corporation

Issuer & Ticker Symbol: Lyondell Chemical Company (LYO)

Date of Event Requiring Statement: 2/2/2007

Signature: OCCIDENTAL CHEMICAL HOLDING CORPORATION

By: /s/ JIM A. LEONARD
Jim A. Leonard
Vice President

JOINT FILER INFORMATION

Name: Occidental Petroleum Investment Co.

Address: 10889 Wilshire Boulevard
Los Angeles, California 90024

Designated Filer: Occidental Petroleum Corporation

Issuer & Ticker Symbol: Lyondell Chemical Company (LYO)

Date of Event Requiring Statement: 2/2/2007

Signature: OCCIDENTAL PETROLEUM
INVESTMENT CO.

By: /s/ JIM A. LEONARD
Jim A. Leonard
President