

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>05/09/2005</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input 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	05/09/2005		S		11,000,000	D	\$27.17	30,307,860	I	by Occidental Petroleum Investment Co. and Occidental Chemical Holding Corporation

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					

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)

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:

/s/ J.R. HAVERT, Vice
President and Treasurer

05/11/2005

** 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: 05/09/2005
Signature: OCCIDENTAL CHEMICAL HOLDING CORPORATION

By: /s/ J. R. HAVERT

J. R. Havert
Vice President and Treasurer

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: 05/09/2005
Signature: OCCIDENTAL PETROLEUM INVESTMENT CO.

By: /s/ J. R. HAVERT

J. R. Havert
Vice President and Treasurer