

MCCARTHY KENT C  
Form 4  
December 29, 2005

**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 \*  
MCCARTHY KENT C

2. Issuer Name and Ticker or Trading Symbol  
LSB INDUSTRIES INC [LXU]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
8201 MISSION ROAD, SUITE 110  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/27/2005

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
\_\_X\_\_ 10% Owner  
\_\_\_\_ Other (specify below)

PRAIRIE VILLAGE, KS 66208  
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_\_X\_\_ 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)
				(A) or (D)	Code V Amount (D) Price		

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

**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 control number.**

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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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. I
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Derivative Security			Code	V	(A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
					(A)	(D)					
Class C Preferred Series 2	\$ 0 <u>(1)</u>	12/27/2005	P		200		12/27/2005	<u>(2)</u>	Common Stock	865.8	\$
Class C Preferred Series 2	\$ 0 <u>(1)</u>	12/27/2005	P		2,100		12/27/2005	<u>(2)</u>	Common Stock	9,090.9	
Class C Preferred Series 2	\$ 0 <u>(1)</u>	12/28/2005	P		700		12/28/2005	<u>(2)</u>	Common Stock	3,030.3	
Class C Preferred Series 2	\$ 0 <u>(1)</u>	12/28/2005	P		3,000		12/28/2005	<u>(2)</u>	Common Stock	12,987	
Class C Preferred Series 2	\$ 0 <u>(1)</u>	12/28/2005	P		300		12/28/2005	<u>(2)</u>	Common Stock	1,298.7	\$
Class C Preferred Series 2	\$ 0 <u>(2)</u>	12/28/2005	P		1,000		12/28/2005	<u>(2)</u>	Common Stock	4,329	

