TITANIUM METALS CORP

Form 4

October 21, 2004

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

Expires:

January 31, 2005

0.5

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if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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

may continue. See Instruction

1(b).

(Print or Type Responses)

			2. Issuer Name and Ticker or Trading Symbol COMPX INTERNATIONAL INC [CIX]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 5430 LBJ FR	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/19/2004			DirectorX 10% Owner Officer (give title below) Other (specify below)					
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person				
DALLAS, T	DALLAS, TX 75240					_X_ Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ties Acc	quired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Execut any	emed ion Date, if n/Day/Year)	Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3,	(A) of (D) 4 and (A) or) 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)	
Class A Common Stock \$0.01 par value	10/19/2004			Code V <u>J(1)</u>	Amount 3,500	(D)	Price	3,500	I	by TFMC	
Class A Common Stock \$0.01 par value								2,586,820	I	by CGI (3)	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amoun	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities	3		(Instr. 3	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Expiration Date	or Title Num of				
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
CONTRAN CORP 5430 LBJ FRWY SUITE 1700 DALLAS, TX 75240		X				
VALHI INC /DE/ 5430 LBJ FRWY STE 1700 DALLAS, TX 75240		X				
NL INDUSTRIES INC 5430 LBJ FREEWAY SUITE 1700 DALLAS, TX 75240-2697		X				
DIXIE RICE AGRICULTURE CORP INC 5430 LBJ FREEWAY SUITE 1700 DALLAS, TX 75240		X				
NATIONAL CITY LINES INC 5430 LBJ FREEWAY SUITE 1700 DALLAS, TX 75240		X				
		X				

Reporting Owners 2

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SOUTHWEST LOUISIANA LAND CO INC

5430 LBJ FREEWAY

SUITE 1700

DALLAS, TX 75240

TIMET FINANCE MANAGEMENT CO

913 N MARKET ST

SUITE 217

WILMINGTON, DE 19801

SIMMONS HAROLD C

THREE LINCOLN CENTRE

5430 LBJ FREEWAY STE 1700

DALLAS, TX 75240-2697

TITANIUM METALS CORP

1999 BROADWAY

STE 4300

DENVER, CO 80202

CompX Group, Inc.

5430 LBJ FREEWAY, SUITE 1700

DALLAS, TX 75240-2697

Signatures

A. Andrew R. Louis, Secretary, for Contran Corporation	10/21/2004
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**Signature of Reporting Person Date

X

A. Andrew R. Louis, Secretary, for Valhi, Inc.

**Signature of Reporting Person Date

A. Andrew R. Louis, Assistant Secretary, for NL Industries, Inc.

**Signature of Reporting Person Date

A. Andrew R. Louis, Secretary, for Dixie Rice Agricultural Corporation,

Inc. 10/21/2004

**Signature of Reporting Person Date

A. Andrew R. Louis, Secretary, for National City Lines, Inc.

**Signature of Reporting Person Date

A. Andrew R. Louis, Secretary, for Southwest Louisiana Land Company,

Inc. 10/21/2004

**Signature of Reporting Person Date

Gregory M. Swalwell, Vice President, TIMET Finance Management

Company 10/21/2004

**Signature of Reporting Person Date

A. Andrew R. Louis, Attorney-in-fact, for Harold C. Simmons

10/21/2004

Signatures 3

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**Signature of Reporting Person Date

A. Andrew R. Louis, Assistant Secretary, for Titanium Metals

Corporation 10/21/2004

**Signature of Reporting Person Date

A. Andrew R. Louis, Assistant Secretary, for CompX Group, Inc.

10/21/2004

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Open market purchase by TIMET Finance Management Company. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationships among the persons joining in this filing.
- (2) Directly held by TIMET Finance Management Company. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationships among the persons joining in this filing.
- (3) Directly held by CompX Group, Inc. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationships among the persons joining in this filing.

Remarks:

Mr. Harold C. Simmons and his spouse directly hold 40,700 and 20,000 shares, respectively, of the Class A Common Stock of issuer. Mr. Simmons disclaims beneficial ownership of the shares of the issuer's common stock that his spouse owns.

This form is also filed on behalf of: Tremont LLC, 5430 LBJ Freeway, Suite 1700, Dallas, TX 75240, by /s/ A. Andrew R. Louis, Secretary (signed 10/21/2004), NOA, Inc., 5430 LBJ Freeway, Suite 1700, Dallas, TX 75240, By: /s/ A. Andrew R. Louis, Secretary (signed 10/21/2004), Dixie Holding, Inc., 5430 LBJ Freeway, Suite 1700, Dallas, TX 75240, by /s/ A. Andrew R. Louis, Secretary (signed 10/21/2004) and Valhi Group, Inc., 5430 LBJ Freeway, Suite 1700, Dallas, TX 75240, by /s/ A. Andrew R. Louis, Secretary (signed 10/21/2004).

See the Additional Information filed as Exhibit 99 to this statement for a description of the relationships among the persons joining in this filing.

Exhibit Index

Exhibit 99 - Additional Information

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.