FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20040
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden 3235-0287

0.5

7. Nature of Indirect Beneficial Ownership (Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

Check this box if no longer subject to or Form 5 obligations may continue	o Section 16. F . See Instruction	Form 4 n 1(b).		5									Act of 1934	EKSHIP					Estimated nours per r			
1. Name and Address of Reporting P	erson*				2. Issue	r Name	and Tio	on 30(h) of t ker or Tradi RLDWII	ling Sym	bol		HCL OF 2	1940			5. Relations (Check all a	pplicable)	orting Per	rson(s) to			
(Last) (First) (Middle)					of Earli		saction (Mo			,				_	Director (give title below) Other (specify below)							
5430 LBJ FREEWAY, SUITE	1700						nt, Date	of Original F	Filed (M	onth/Dav/	Year)					6. Individua	l or Joint/Gr	roup Filin	g (Check	Applica	ble Line)	
(Street) DALLAS TX 75240									,	,					x	Form filed	d by One	Reportin	ig Perso			
(City) (Sta	ite)	(Zip		Fable I -	Non-De	rivati	ivo So	curities	Acqui	red Dis	nosor	d of	or Bene	ficially Ow	(ned							
1. Title of Security (Instr. 3)				able I -	2. Transa Date	ction	2A. D	eemed	3. Tra	insaction (Instr. 8)	4. Se		ies Acquired	I (A) or Dispos		B	Amount of eneficially O	owned Fo	llowing	Direct (D	rship Form: D) or Indirect (I)	7. Nature of Indirect Bene
C					(Month/D	-	) if any (Mon	/ th/Day/Year)	) Code		Amo	ount	000	(A) or (D)	Price	()	eported Tran nstr. 3 and 4	4)		(Instr. 4)		Ownership (li 4)
Common Stock \$0.01 par value Common Stock \$0.01 par value				10/16/2008		+		J		47,50		,900	000 A		10	17,564,332 <sup>(2)</sup> 28,995,021 <sup>(3)</sup>				I	by NL by Valhi	
Common Stock \$0.01 par value																	5,2	2 <b>03</b> <sup>(4)</sup>			I	by TFMC
				Table									r Benefic e securiti	ially Owne es)	ed							
3)		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa (Instr. 8)	8)		5. Number of Derivative Securities Acquired (A) o Disposed of (D) (Instr. 3, 4 and 5)		or Ex , 4 (M	6. Date Exercisab Expiration Date (Month/Day/Year)		Derivative		nd Amount of Securities e Security (Instr. 3 and 4		Inderlying	8. Price o Derivativ Security 5)	ve (Instr.	9. Number of derivative Securities Beneficially Owned	e s ally	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Benef Ownership (In 4)
	Security			Code	v	(A)		(D)	Da	te ercisable	Expirat Date	tion	Title		Amo	unt or ber of Shares	5		Following Reported Transacti (Instr. 4)	i		
1. Name and Address of Reporting P	erson*		<u>,                                     </u>					1.,											. ,			
CONTRAN CORP						_																
(Last) 5430 LBJ FREEWAY, SUITE	(First) 1700		(Middle)																			
(Street) DALLAS	тх		75240																			
(City)	(State)		(Zip)			_																
1. Name and Address of Reporting P VALHI INC /DE/	erson*																					
(Last) 5430 LBJ FREEWAY, SUITE	(First) 1700		(Middle)			-																
(Street) DALLAS	тх		75240			-																
(City)	(State)		(Zip)			-																
1. Name and Address of Reporting P VALHI HOLDING CO			(																			
	(First)		(6.6)-1-11>			_																
(Last) 5430 LBJ FREEWAY, SUITE	(First) 1700		(Middle)																			
(Street) DALLAS	тх		75240																			
(City)	(State)		(Zip)			_																
1. Name and Address of Reporting P DIXIE RICE AGRICUL		<u>DRP INC</u>																				
(Last) 5430 LBJ FREEWAY, SUITE	(First) 1700		(Middle)																			
(Street) DALLAS	тх		75240			-																
(City)	(State)		(Zip)			-																
1. Name and Address of Reporting P TITANIUM METALS C																						
(Last) 5430 LBJ FREEWAY, SUITE	(First)		(Middle)			-																
(Street) DALLAS	тх		75240			-																
						-																
(City) 1. Name and Address of Reporting P <u>TIMET FINANCE MAN</u>		NT <u>C</u> O	(Zip)																			
(Last) 5430 LBJ FREEWAY, SUITE	(First)		(Middle)			-																
(Street) DALLAS	тх		75240			-																
						_																
(City)	(State)		(Zip)																			

## NL INDUSTRIES INC

		42183	
(Last)	(First)	(Middle)	
5430 LBJ FREEWA	AY, SUITE 1700		
(Street)			
DALLAS	TX	75240	
(City)	(State)	(Zip)	
1. Name and Address o	f Reporting Person*		
SIMMONS HA	<u>ROLD C</u>		
(Last)	(First)	(Middle)	
5430 LBJ FREEWA	AY, SUITE 1700		
(Street)			
DALLAS	TX	75240	
(City)	(State)	(Zip)	

### Explanation of Responses:

1. Open market purchase by NL Industries, 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.

Dependence of the Industries, Inc. See the Additional Information field as Exhibit 99 to this statement for a description of the relationship among the persons joining in this filing.
 Directly held by NL Industries, Inc. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship among the persons joining in this filing.
 Directly held by Valhi, Inc. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship among the persons joining in this filing.
 Directly held by Valhi, Inc. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship among the persons joining in this filing.

#### Remarks:

Mr. Harold C. Simmons and his spouse directly hold 152,867 and 49,856 shares, respectively, of the common stock of the issuer. Mr. Simmons disclaims beneficial ownership of the shares of the issuer's common stock that his spouse owns. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship of Mr. Simmons to the other persons joining in this filing. Exhibit 199 - Additional Information

A. Andrew R. Louis, Secretary, for Contran Corporation	<u>10/16/2008</u>
A. Andrew R. Louis, Secretary, for Valhi, Inc.	10/16/2008
A. Andrew R. Louis, Secretary, for Valhi Holding Company	<u>10/16/2008</u>
A. Andrew R. Louis, Secretary, for Dixie Rice Agricultural Corporation, Inc.	<u>10/16/2008</u>
<u>A. Andrew R. Louis, Assistant Secretary, for</u> <u>Titanium Metals Corporation</u>	<u>10/16/2008</u>
Gregory M. Swalwell, Vice President, for TIMET Finance Management Company	<u>10/16/2008</u>
<u>A. Andrew R. Louis, Secretary, for NL</u> Industries, Inc.	<u>10/16/2008</u>
A. Andrew R. Louis, Attorney-in-fact, for Harold C. Simmons	<u>10/16/2008</u>
** 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 d 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.

### Exhibit 99 Additional Information

Valhi, Inc. ("Valhi"), NL Industries, Inc. ("NL") and TIMET Finance Management Company ("TFMC") are the holders of 59.2%, 35.9% and 0.1%, respectively, of the outst Titanium Metals Corporation ("TIMET") directly owns 100% of the outstanding common stock of TFMC. Valhi Holding Company ("VHC"), Harold C. Simmons' spouse, The Comt Valhi and TFMC are the direct holders of approximately 83.1% and 0.5%, respectively, of the outstanding common stock of NL. VHC, TFMC, the Foundation and the CMRT *i* Substantially all of Contran's outstanding voting stock is held by trusts established for the benefit of certain children and grandchildren of Harold C. Simmons (t) Harold C. Simmons is the chairman of the board and chief executive officer of each of the issuer and NL and the chairman of the board of each of Valhi, TIMET, VHC, The Foundation directly holds approximately 0.2% of the outstanding shares of TIMET common stock and 0.9% of the outstanding shares of Valhi common stock. The Fount The CMRT directly holds approximately 0.2% of the outstanding shares of TIMET common stock and 0.1% of the outstanding shares of Valhi common stock. Contran sponsor By virtue of the holding of the offices, the stock ownership and his services as trustee, all as described above, (a) Harold C. Simmons may be deemed to control suc Harold C. Simmons' spouse is the direct owner of 49,866 shares of Common Stock, 269,775 shares of NL common stock, 21,825,875 shares of TIMET common stock and 280,6 Harold C. Simmons directly holds 152,867 shares of Common Stock, 880,600 shares of NL common stock, 7,275,239 shares of TIMET common stock and 4,383 shares of Valhi A trust, of which Harold C. Simmons and his spouse are trustees and the beneficiaries are the grandchildren of his spouse, is the direct holder of 17,432 of TIMET c NL and a subsidiary of NL directly own 3,522,967 and 1,186,280 shares of Valhi common stock, respectively. Pursuant to belaware law, Valhi treats the shares of Valhi