

TITANIUM METALS CORP
Form 4
April 18, 2005

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
CONTRAN CORP

2. Issuer Name and Ticker or Trading Symbol
TITANIUM METALS CORP [TIE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
5430 LBJ FRWY, SUITE 1700

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/14/2005

____ Director 10% Owner
____ Officer (give title below) ____ Other (specify below)

DALLAS, TX 75240

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock, \$.01 par value	04/14/2005		J ⁽¹⁾		21,600	A	\$ 32.5	620,000 I by Valhi <u>(2)</u>
Common Stock, \$.01 par value	04/14/2005		J ⁽¹⁾		10,000	A	\$ 33	630,000 I by Valhi <u>(2)</u>
Common Stock, \$.01 par value	04/14/2005		J ⁽¹⁾		10,000	A	\$ 33.5	640,000 I by Valhi <u>(2)</u>
Common Stock, \$.01 par value	04/14/2005		J ⁽¹⁾		10,000	A	\$ 34	650,000 I by Valhi <u>(2)</u>

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Common Stock, \$.01 par value	04/14/2005	J ⁽¹⁾	10,000	A	\$ 34.5	660,000	I	by Valhi ⁽²⁾
Common Stock, \$.01 par value	04/14/2005	J ⁽¹⁾	10,000	A	\$ 35	670,000	I	by Valhi ⁽²⁾
Common Stock, \$.01 par value	04/15/2005	J ⁽¹⁾	10,000	A	\$ 31.5	680,000	I	by Valhi ⁽²⁾
Common Stock, \$.01 par value	04/15/2005	J ⁽¹⁾	10,000	A	\$ 32	690,000	I	by Valhi ⁽²⁾
Common Stock, \$.01 par value						6,309,250	I	by Tremont ⁽³⁾

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.

SEC 1474
(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 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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CONTRAN CORP 5430 LBJ FRWY SUITE 1700		X		

DALLAS, TX 75240			
VALHI INC /DE/ 5430 LBJ FRWY STE 1700 DALLAS, TX 75240		X	
NATIONAL CITY LINES INC 5430 LBJ FREEWAY SUITE 1700 DALLAS, TX 75240		X	
DIXIE RICE AGRICULTURE CORP INC 5430 LBJ FREEWAY SUITE 1700 DALLAS, TX 75240		X	
SOUTHWEST LOUISIANA LAND CO INC 5430 LBJ FREEWAY SUITE 1700 DALLAS, TX 75240		X	
DIXIE HOLDING CO 5430 LBJ FREEWAY SUITE 1700 DALLAS, TX 75240		X	
NOA INC 5430 LBJ FREEWAY SUITE 1700 DALLAS, TX 75240		X	
SIMMONS HAROLD C 5430 LBJ FREEWAY SUITE 1700 DALLAS, TX 75240	X	X	Vice Chairman
VALHI GROUP INC 5430 LBJ FREEWAY SUITE 1700 DALLAS, TX 75240		X	
TREMONT LLC 5430 LBJ FREEWAY SUITE 1700 DALLAS, TX 75240		X	

Signatures

A. Andrew R. Louis, Secretary, for Contran Corporation	04/18/2005
__Signature of Reporting Person	Date
A. Andrew R. Louis, Secretary, for Valhi, Inc.	04/18/2005
__Signature of Reporting Person	Date
A. Andrew R. Louis, Secretary, for National City Lines, Inc.	04/18/2005

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<u>Signature of Reporting Person</u>	Date
A. Andrew R. Louis, Secretary, for Dixie Rice Agricultural Corporation, Inc.	04/18/2005
<u>Signature of Reporting Person</u>	Date
A. Andrew R. Louis, Secretary, for Southwest Louisiana Land Company, Inc.	04/18/2005
<u>Signature of Reporting Person</u>	Date
A. Andrew R. Louis, Secretary, for Dixie Holding Company	04/18/2005
<u>Signature of Reporting Person</u>	Date
A. Andrew R. Louis, Secretary, for NOA, Inc.	04/18/2005
<u>Signature of Reporting Person</u>	Date
A. Andrew R. Louis, Secretary, for Valhi Group, Inc.	04/18/2005
<u>Signature of Reporting Person</u>	Date
A. Andrew R. Louis, Secretary, for Tremont LLC	04/18/2005
<u>Signature of Reporting Person</u>	Date
A. Andrew R. Louis, Attorney-in-fact, for Harold C. Simmons	04/18/2005
<u>Signature of Reporting Person</u>	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 Valhi, Inc. See the Additional Information filed as an exhibit to this statement for a description of the relationships among the persons joining in this filing.
 - (2) Directly held by Valhi, Inc. See the Additional Information filed as an exhibit to this statement for a description of the relationship among the persons joining in this filing.
 - (3) Directly held by Tremont LLC. See the Additional Information filed as an exhibit to this statement for a description of the relationship among the persons joining in this filing.

Remarks:

See the Additional Information attached as Exhibit 99 to this filing for a description of the relationships among the issuer and the reporting persons.

Exhibit Index

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.