

SIMMONS HAROLD C  
Form 4  
June 09, 2006

**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)  
06/08/2006

\_\_\_\_ 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	06/08/2006		J <sup>(1)</sup>		30,000	A	\$ 33	5,750,000	I	by Valhi <sup>(2)</sup>
Common Stock, \$.01 par value	06/08/2006		J <sup>(1)</sup>		30,000	A	\$ 32.5	5,780,000	I	by Valhi <sup>(2)</sup>
Common Stock, \$.01 par value	06/08/2006		J <sup>(1)</sup>		10,000	A	\$ 32.7	5,790,000	I	by Valhie <sup>(2)</sup>
Common Stock, \$.01 par value								50,474,000	I	by Tremont <sup>(3)</sup>

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

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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 Owned Following Transaction (Instr. 3 and 4)
				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 DALLAS, TX 75240		X		
VALHI INC /DE/ THREE LINCOLN CENTER 5430 LBJ FREEWAY SUITE 1700 DALLAS, TX 75240		X		
NATIONAL CITY LINES INC 5430 LBJ FREEWAY SUITE 1700 DALLAS, TX 75240		X		
DIXIE RICE AGRICULTURE CORP INC 600 PASQUIERE ST GUEYDAN, LA 70542		X		
SOUTHWEST LOUISIANA LAND CO INC 402 CANAL ST HOUMA, LA 70360		X		

NOA INC  
5430 LBJ FREEWAY  
SUITE 1700  
DALLAS, TX 75240

VALHI GROUP INC  
5430 LBJ FREEWAY  
SUITE 1700  
DALLAS, TX 75240

X

VALHI HOLDING CO  
5430 LBJ FREEWAY  
SUITE 1700  
DALLAS, TX 75240

X

TREMONT LLC  
5430 LBJ FREEWAY  
SUITE 1700  
DALLAS, TX 75240

X

SIMMONS HAROLD C  
THREE LINCOLN CENTRE  
5430 LBJ FREEWAY STE 1700  
DALLAS, TX 75240-2697

X

X

Chairman of the Board

## Signatures

A. Andrew R. Louis, Secretary, for Contran Corporation

06/09/2006

\_\_Signature of Reporting Person

Date

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

06/09/2006

\_\_Signature of Reporting Person

Date

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

06/09/2006

\_\_Signature of Reporting Person

Date

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

06/09/2006

\_\_Signature of Reporting Person

Date

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

06/09/2006

\_\_Signature of Reporting Person

Date

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

06/09/2006

\_\_Signature of Reporting Person

Date

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

06/09/2006

\_\_Signature of Reporting Person

Date

A. Andrew R. Louis, Secretary, for Valhi Holding Company

06/09/2006

\_\_Signature of Reporting Person

Date

A. Andrew R. Louis, Secretary, for Tremont LLC

06/09/2006

\_\_Signature of Reporting Person

Date

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

06/09/2006

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 Valhi, 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.
- (2) 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.
- (3) Directly held by Tremont LLC. 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 4,167,400 and 128,600 shares, respectively, of the Common Stock of the issuer. Mrs. Simmons also owns 1,600,000 shares of the issuer's Series A Preferred Stock. Mr. Simmons disclaims beneficial ownership of the shares of the issuer's stock that his spouse owns.

This form is also filed on behalf of Dixie Holding Company, 5430 LBJ Freeway, Suite 1700, Dallas, TX 75240 By: /s/ A. Andrew R. Louis, Secretary (executed 06/09/2006).

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.

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