

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* CONTRAN CORP (Last) (First) (Middle) 5430 LBJ FRWY SUITE 1700 (Street) DALLAS TX 75240 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol TITANIUM METALS CORP [TIE]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 10/11/2007	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$.01 par value	10/11/2007		J ⁽¹⁾	V	800,000	D	(1)	882,568	I	by NL ⁽²⁾
Common Stock, \$.01 par value	10/11/2007		J ⁽¹⁾	V	800,000	A	(1)	826,959	I	by Valhi ⁽³⁾
Common Stock, \$.01 par value								566,529	I	by NL EMS ⁽⁴⁾
Common Stock, \$.01 par value								50,195,169	I	by Valhi Holding Company ⁽⁵⁾
Common Stock, \$.01 par value								209,857	I	by CDCT ⁽⁶⁾

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*

CONTRAN CORP

(Last) (First) (Middle)

5430 LBJ FRWY
SUITE 1700

(Street)

DALLAS TX 75240

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[VALHI INC /DE/](#)

(Last) (First) (Middle)
THREE LINCOLN CENTER
5430 LBJ FREEWAY SUITE 1700

(Street)
DALLAS TX 75240

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[NATIONAL CITY LINES INC](#)

(Last) (First) (Middle)
5430 LBJ FREEWAY
SUITE 1700

(Street)
DALLAS TX 75240

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[DIXIE RICE AGRICULTURE CORP INC](#)

(Last) (First) (Middle)
600 PASQUIERE ST

(Street)
GUEYDAN LA 70542

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[SOUTHWEST LOUISIANA LAND CO INC](#)

(Last) (First) (Middle)
402 CANAL ST

(Street)
HOUMA LA 70360

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[NOA INC](#)

(Last) (First) (Middle)
5430 LBJ FREEWAY
SUITE 1700

(Street)
DALLAS TX 75240

(City) (State) (Zip)

1. Name and Address of Reporting Person*		
VALHI GROUP INC		
(Last)	(First)	(Middle)
5430 LBJ FREEWAY SUITE 1700		
(Street)		
DALLAS	TX	75240
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
VALHI HOLDING CO		
(Last)	(First)	(Middle)
5430 LBJ FREEWAY SUITE 1700		
(Street)		
DALLAS	TX	75240
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
SIMMONS HAROLD C		
(Last)	(First)	(Middle)
THREE LINCOLN CENTRE 5430 LBJ FREEWAY STE 1700		
(Street)		
DALLAS	TX	75240-2697
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
Simmons Annette C		
(Last)	(First)	(Middle)
5430 LBJ FREEWAY, SUITE 1700		
(Street)		
DALLAS	TX	75240
(City) (State) (Zip)		

Explanation of Responses:

1. In reliance on Rule 16a-13 promulgated by the U.S. Securities and Exchange Commission under the Securities Exchange Act of 1934, as amended, Contran Corporation is filing this statement to report that on October 11, 2007, NL Industries, Inc. sold 800,000 shares of common stock par value \$0.01 per share, of the issuer to Valhi, Inc. at a purchase price of \$33.50 per share. 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 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.
3. 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.
4. Directly held by NL Environmental Management Services, 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.
5. Directly held by Valhi Holding Company. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship among the persons joining in this filing.
6. Directly held by the Contran Amended and Restated Deferred Compensation Trust. 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:

Harold C. Simmons, Annette C. Simmons and The Annette Simmons Grandchildren's Trust directly own 5,127,974 shares, 343,675 shares and 17,432 shares, respectively, of the issuer's common stock. Mr. and Mrs. Simmons each disclaims beneficial ownership of any shares of the issuer's common stock that he or she does not directly hold. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship of the trust to the persons joining in this filing and for a description of the relationship among the persons joining in this filing.

[A. Andrew R. Louis, Secretary](#), [10/15/2007](#)
[for Contran Corporation](#)

A. Andrew R. Louis, Secretary, 10/15/2007
for Valhi, Inc.

A. Andrew R. Louis, Secretary, 10/15/2007
for National City Lines, Inc.

A. Andrew R. Louis, Secretary, 10/15/2007
for Dixie Rice Agricultural
Corporation, Inc.

A. Andrew R. Louis, Secretary, 10/15/2007
for Southwest Louisiana Land
Company, Inc.

A. Andrew R. Louis, Secretary, 10/15/2007
for NOA, Inc.

A. Andrew R. Louis, Secretary, 10/15/2007
for Valhi Group, Inc.

A. Andrew R. Louis, Secretary, 10/15/2007
for Valhi Holding Company

A. Andrew R. Louis, Attorney- 10/15/2007
in-fact, for Harold C. Simmons

A. Andrew R. Louis, Attorney- 10/15/2007
in-fact, for Annette C.
Simmons

** 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 of 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 Exhibits
Additional Information

Valhi Holding Company ("VHC"), Annette C. Simmons, The Combined Master Retirement Trust (the "CMRT"), Harold C. Simmons, NL Industries, Inc. ("NL"), Valhi, Inc. ("Valhi"), NL Environmental Management Services, Inc. ("NL EMS"), the Harold Simmons Foundation (the "Foundation"), the Contran Amended and Restated Deferred Compensation Trust, as amended, (the "CDCT"), and The Annette Simmons Grandchildren's Trust (the "Grandchildren's Trust") are the holders of approximately 30.9%, 11.6%, 9.5%, 3.2%, 0.5%, 0.5%, 0.3%, 0.2%, 0.1%, and less than 0.1%, respectively, of the outstanding shares of common stock of the issuer. The ownership of Ms. Simmons includes 20,824,200 shares of the issuer's common stock that she has the right to acquire upon exercise of 1,561,815 shares of the issuer's 6 3/4% Series A Convertible Preferred Stock, par value \$0.01 per share (the "Series A Preferred Stock"), that she directly owns. The percentage ownership of the issuer's common stock held by Ms. Simmons assumes the full conversion of only the shares of Series A Preferred Stock owned by her.

NL is the holder of 100% of the outstanding common stock of NL EMS. Valhi and TIMET Finance Management Company ("TFMC") are the direct holders of approximately 83.1% and 0.5% respectively of the outstanding common stock of NL. The issuer is the holder of 100% of the outstanding common stock of TFMC.

VHC, the Foundation, the CDCT and the CMRT are the direct holders of 92.4%, 0.9%, 0.4% and 0.1% respectively, of the common stock of Valhi. Valhi Group, Inc. ("VGI"), National City Lines, Inc. ("National") and Contran Corporation ("Contran") are the holders of 87.4%, 10.3% and 2.3%, respectively, of the outstanding common stock of VHC. National, NOA, Inc. ("NOA") and Dixie Rice Agricultural Corporation, Inc. ("Dixie Rice") are the direct holders of approximately 73.3%, 11.4% and 15.3%, respectively, of the outstanding common stock of VGI. Contran and NOA are the direct holders of approximately 85.7% and 14.3%, respectively, of the outstanding common stock of National. Contran and Southwest Louisiana Land Company, Inc. ("Southwest") are the direct holders of approximately 49.9% and 50.1%, respectively, of the outstanding common stock of NOA. Contran is the holder of 100% of the outstanding common stock of Dixie Rice and Southwest.

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 (the "Trusts"), of which Mr. Simmons is the sole trustee, or is held by Mr. Simmons or persons or other entities related to Mr. Simmons. As sole trustee of each of the Trusts, Mr. Simmons has the power to vote and direct the disposition of the shares of Contran stock held by each of the Trusts. Mr. Simmons, however, disclaims beneficial ownership of any shares of Contran stock that the Trusts hold.

The CMRT directly holds approximately 9.5% of the outstanding shares of the issuer's common stock and 0.1% of the outstanding shares of Valhi common stock. Contran sponsors the CMRT, which permits the collective investment by master trusts that maintain the assets of certain employee benefit plans Contran and related companies adopt. Harold C. Simmons is the sole trustee of the CMRT and a member of the trust investment committee for the CMRT. Mr. Simmons is a participant in one or more of the employee benefit plans that invest through the CMRT.

The Foundation directly holds approximately 0.2% of the outstanding shares of the issuer's common stock and 0.9% of the outstanding Valhi common stock. The Foundation is a tax-exempt foundation organized for charitable purposes. Harold C. Simmons is the chairman of the board of the Foundation.

The CDCT directly holds approximately 0.1% of the outstanding shares of the issuer's common stock and 0.4% of the outstanding Valhi common stock. U.S. Bank National Association serves as the trustee of the CDCT. Contran established the CDCT as an irrevocable "rabbi trust" to assist Contran in meeting certain deferred compensation obligations that it owes to Harold C. Simmons. If the CDCT assets are insufficient to satisfy such obligations, Contran is obligated to satisfy the balance of such obligations as they come due. Pursuant to the terms of the CDCT, Contran (i) retains the power to vote the shares of Valhi common stock held directly by the CDCT, (ii) retains dispositive power over such shares and (iii) may be deemed the indirect beneficial owner of such shares.

NL and NL EMS directly own 3,522,967 shares and 1,186,200 shares, respectively, of Valhi common stock. Pursuant to Delaware law, Valhi treats the shares of Valhi common stock that NL and NL EMS own as treasury stock for voting

purposes and for the purposes of this statement such shares are not deemed outstanding.

Mr. Harold C. Simmons is chairman of the board and chief executive officer of NL and chairman of the board of the issuer, Valhi, VHC, VGI, National, NOA, Dixie Rice, Southwest and Contran.

By virtue of the holding of the offices, the stock ownership and his services as trustee, all as described above, (a) Mr. Simmons may be deemed to control the entities described above and (b) Mr. Simmons and certain of such entities may be deemed to possess indirect beneficial ownership of shares of the issuer's securities directly held by certain of such other entities. However, Mr. Simmons disclaims beneficial ownership of the securities beneficially owned, directly or indirectly, by any of such entities, except to the extent of his vested beneficial interest, if any, in the shares of the issuer's common stock the CMRT directly holds and his interest as a beneficiary of the CDCT No. 2. Other than securities that she holds directly, Ms. Simmons disclaims beneficial ownership of all of the issuer's securities beneficially owned, directly or indirectly, by any of such entities or Mr. Simmons.

Annette C. Simmons is the wife of Harold C. Simmons and the direct owner of 343,675 shares of the issuer's common stock, 1,561,815 shares of the Series A Preferred Stock, 269,775 shares of NL common stock and 43,400 shares of Valhi common stock. Mr. Simmons may be deemed to share indirect beneficial ownership of such shares. Mr. Simmons disclaims all such beneficial ownership. Ms. Simmons disclaims beneficial ownership of all shares of the issuer's common stock that she does not own directly.

Harold C. Simmons is the direct owner of 5,127,974 shares of the issuer's common stock, 555,300 shares of NL common stock and 3,383 shares of Valhi common stock.

The Grandchildren's Trust, of which Harold C. Simmons and Annette C. Simmons are trustees and the beneficiaries are the grandchildren of Ms. Simmons, is the direct holder of 17,432 shares of the issuer's common stock and 36,500 shares of Valhi common stock. Mr. Simmons, as co-trustee of this trust, has the power to vote and direct the disposition of the shares of the Valhi common stock the trust holds. Mr. Simmons and his spouse each disclaims beneficial ownership of any shares of the Valhi common stock that this trust holds.