TITANIUM METALS CORP
Form 4
September 09, 2005

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
MARTIN J LANDIS

(Last) (First) (Middle)

TIMET CORP, 1999 BROADWAY SUITE 4300

(Street)

DENVER, CO 80202

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
09/07/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Chairman, President & CEO

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

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	09/07/2005		M		37,000	A	$ 9.97	1,077,414	D	
Common Stock	09/07/2005		S		14,800	D	$ 33.5	1,062,614	D	
Common Stock	09/07/2005		S		200	D	$ 33.55	1,062,414	D	
Common Stock	09/07/2005		S		300	D	$ 33.46	1,062,114	D	
Common Stock	09/07/2005		S		4,000	D	$ 33.35	1,058,114	D	

Common Stock	09/08/2005		S	5,000	D	$ 34.4	1,053,114	D	
Common Stock	09/08/2005		S	5,700	D	$ 34.15	1,047,414	D	
Common Stock	09/08/2005		M	50,000	A	$ 11	1,097,414	D	
Common Stock	09/08/2005		S	18,300	D	$ 34.3	1,079,114	D	
Common Stock	09/08/2005		S	1,700	D	$ 34.25	1,077,414	D	
Common Stock	09/09/2005		S	5,000	D	$ 34.5	1,072,414	D	
Common Stock	09/09/2005		S	10,000	D	$ 34.9	1,062,414	D	
Common Stock	09/09/2005		S	1,500	D	$ 34.62	1,060,914	D	
Common Stock	09/09/2005		S	3,500	D	$ 34.6	1,057,414 (5)	D	
Common Stock							29,400 (6)	I	Family Members

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

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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 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
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option to purchase common stock	$ 9.97	09/07/2005		M			37,000	(1)	02/23/2009	Common Stock	37,000	

Option to purchase common stock	$ 11	09/08/2005		M	50,000	(3)	02/23/2010	Common Stock	50,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARTIN J LANDIS TIMET CORP 1999 BROADWAY SUITE 4300 DENVER, CO 80202	X		Chairman, President & CEO	

Signatures

J. Landis Martin	09/09/2005
**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) The options were granted on 2/23/99 with the following vesting schedule: 40% February 23, 2001, 20% February 23, 2002, 20% February 23, 2003 and 20% February 23, 2004.

(2) The conversion or exercise price of the derivative security was $9.97 per share.

(3) The options were granted on 2/23/2000 with the following vesting schedule: 40% February 23, 2002, 20% February 23, 2003, 20% February 23, 2004 and 20% February 23, 2005.

(4) The conversion or exercise price of the derivative security was $11.00 per share.

(5) The numbers, including total shares and option prices have been adjusted to reflect the Issuer's 2-for-1 split that was effective 9/6/2005.

(6) The total number of shares has been adjusted to reflect the Issuer's 2-for-1 split that was effective 9/6/2005.

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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