

SIMMONS HAROLD C
Form 4
March 04, 2008

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 *
SIMMONS HAROLD C

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)
THREE LINCOLN CENTRE, 5430
LBJ FREEWAY STE 1700

3. Date of Earliest Transaction
(Month/Day/Year)
03/04/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of the Board & CEO

(Street)
DALLAS, TX 75240-2697

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, \$.01 par value | 03/07/2008 | | P | | 700 | A | \$ 18.96 |
| Common Stock, \$.01 par value | 03/07/2008 | | P | | 2,600 | A | \$ 18.97 |
| Common Stock, \$.01 par value | 03/07/2008 | | P | | 1,300 | A | \$ 18.98 |
| Common Stock, \$.01 | 03/07/2008 | | P | | 2,200 | A | \$ 18.99 |
| | | | | | | | 7,001,039 |

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| | | | | | | | | |
|-------------------------------|------------|---|--------|---|---------|------------|---|----------------------|
| par value | | | | | | | | |
| Common Stock, \$.01 par value | 03/07/2008 | P | 43,200 | A | \$ 19 | 7,044,239 | D | |
| Common Stock, \$.01 par value | 03/07/2008 | P | 10,000 | A | \$ 19.1 | 7,054,239 | D | |
| Common Stock, \$.01 par value | 03/07/2008 | P | 20,000 | A | \$ 18.9 | 7,074,239 | D | |
| Common Stock, \$.01 par value | | | | | | 826,959 | I | by Valhi <u>(1)</u> |
| Common Stock, \$.01 par value | | | | | | 882,568 | I | by NL <u>(2)</u> |
| Common Stock, \$.01 par value | | | | | | 566,529 | I | by NL EMS <u>(3)</u> |
| Common Stock, \$.01 par value | | | | | | 48,708,761 | I | by VHC <u>(4)</u> |
| Common Stock, \$.01 par value | | | | | | 21,167,875 | I | by Spouse <u>(5)</u> |
| Common Stock, \$.01 par value | | | | | | 17,432 | I | by Trust <u>(6)</u> |

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

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(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) | 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. Nu |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|-------|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|-------|

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