

TITANIUM METALS CORP  
Form S-8 POS  
April 29, 2010

As filed with the Securities and Exchange Commission on April 29, 2010

Registration No. 333-61392

SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

Post Effective Amendment No. 1

To

FORM S-8  
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

TITANIUM METALS CORPORATION  
(Exact Name of Registrant as Specified in its Charter)

Delaware  
(State of Other Jurisdiction of  
Incorporation or Organization)

13-5630895  
(I.R.S. Employer  
Identification Number)

5430 LBJ Freeway, Suite 1700  
Dallas, Texas  
(Address of Principal Executive Offices)

75240-2697  
(Zip Code)

Titanium Metals Corporation Amended and Restated 1996 Non-Employee Director Compensation Plan  
(Full Title of the Plan)

Clarence B. Brown, III

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Associate General Counsel and Secretary  
Titanium Metals Corporation  
5430 LBJ Freeway, Suite 1700  
Dallas, Texas 75240-2697  
(Name and Address of Agent for Service)

(972) 233-1700  
(Telephone Number, Including Area Code, of Agent for Service)

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DEREGISTRATION

There are no outstanding stock options or other rights issued under the Titanium Metals Corporation Amended and Restated 1996 Non-Employee Director Compensation Plan (the "Plan") and the Plan has terminated according to its terms. Accordingly, the registrant hereby deregisters any and all shares of the registrant's common stock, par value \$0.01 per share, registered pursuant to this registration statement that will never be issued or sold under the Plan.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Dallas, State of Texas, on the 29th day of April, 2010.

TITANIUM METALS CORPORATION

By: /s/ Bobby D. O'Brien  
 Bobby D. O'Brien  
 Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities and on the date indicated:

Signature	Title	Date
/s/ Harold C. Simmons Harold C. Simmons	Chairman of the Board	April 29, 2010
/s/ Steven L. Watson Steven L. Watson	Vice Chairman of the Board	April 29, 2010
/s/ Keith R. Coogan Keith R. Coogan	Director	April 29, 2010
/s/ Glenn R. Simmons Glenn R. Simmons	Director	April 29, 2010
/s/ Thomas P. Stafford Thomas P. Stafford	Director	April 29, 2010

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/s/ Terry N. Worrell  
Terry N. Worrell

Director

April 29,  
2010

/s/ Paul J. Zucconi  
Paul J. Zucconi

Director

April 29,  
2010

/s/ James W. Brown  
James W. Brown

Vice President and Chief Financial  
Officer  
(Principal Financial Officer)

April 29,  
2010

/s/ Scott E. Sullivan  
Scott E. Sullivan

Vice President and Controller  
(Principal Accounting Officer)

April 29,  
2010