SIMMONS HAROLD C

Form 4

December 16, 2010

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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obligations

may continue.

See Instruction

Check this box

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

`	•								
1. Name and Address of Reporting Person * SIMMONS HAROLD C			2. Issuer Name and Ticker or Trading Symbol NL INDUSTRIES INC [NL]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			` '
(Last)	(First) (Middle)	3. Date of Earliest Transaction				(Cilcon	ин иррнеиоте	
5430 LBJ FREEWAY, SUITE 1700			12/14/2010				<i>'</i>	X 10% itle Other below) the Board and	r (specify
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
DALLAS, TX 75240			Filed(Month/Day/Year)			Applicable Line) Form filed by One Reporting Person _X_ Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative Securities Acq	uired,	, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactio Code (Instr. 8)	4. Securities Acquired (Amer Disposed of (D) (Instr. 3, 4 and 5)	Se Be Ov	Amount of curities eneficially wned ollowing	6. Ownership Form: Direct (D) or Indirect	7. Nature Indirect Beneficial Ownershi (Instr. 4)

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)		esed of 4 and (A) or	` ′	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)
Common stock \$0.125 par value	12/14/2010		J <u>(1)</u>	39	A	\$ 11.2899	39	I	by Kronos
Common stock \$0.125 par value	12/14/2010		J <u>(1)</u>	961	A	\$ 11.29	1,000	I	by Kronos
Common stock \$0.125 par value	12/14/2010		<u>J(1)</u>	1,000	A	\$ 11.3	2,000	I	by Kronos

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Common stock \$0.125 par value	40,387,531	I	by Valhi
Common stock \$0.125 par value	222,100	I	by TFMC
Common stock \$0.125 par value	1,007,145	D	
Common stock \$0.125 par value	292,225	I	by Spouse (5)

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

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 control number.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Derivative Conversion (Month/Day/Year) Execution Date, if Security or Exercise any Code of (Month/Day/Year) Underlying Security (Instr. 3) Price of Derivative Security Security Amount of Derivative Security (Instr. 8) Derivative Securities (Instr. 3 and 4) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Expiration Date Expiration Date (Month/Day/Year) Amount of Derivative Security Security Amount of Month/Day/Year) (Instr. 5) Date Expiration Date of (Month/Day/Year) Amount of Month/Day/Year) Instr. 5) Date Expiration Date of (Instr. 5) Amount of Month/Day/Year) Date Expiration Date of (Instr. 5) Amount of Month/Day/Year) Date Expiration Date of (Instr. 5) Amount of Month/Day/Year) Date Expiration Date of (Instr. 5)	1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Title	and	8. Price of
(Instr. 3) Price of Derivative Securities (Instr. 5) Derivative Security Securities (Instr. 5) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Expiration Fixercisable Date Expiration Date Expiration Title Number	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration Da	ate	Amoun	nt of	Derivative
Derivative Securities (Instr. 3 and 4) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Amount Date Expiration Exercisable Date Date Date Date Date Date Date Dat	Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security
Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Amount Or Exercisable Date Expiration Title Number	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securit	ies	(Instr. 5)
(A) or Disposed of (D) (Instr. 3, 4, and 5) Amount or Date Expiration or Exercisable Date Number		Derivative				Securities	3		(Instr. 3	3 and 4)	
Disposed of (D) (Instr. 3, 4, and 5) Amount or Date Expiration or Exercisable Date Number		Security				Acquired					
of (D) (Instr. 3, 4, and 5) Amount Or Date Expiration or Exercisable Date Date Number						(A) or					
(Instr. 3, 4, and 5) Amount Or Exercisable Date Expiration Title Number						Disposed					
Amount Or Exercisable Date Date Date Date Date Date Date Number						of (D)					
Amount Or Date Expiration Title Number Exercisable Date						(Instr. 3,					
Or Date Expiration Or Exercisable Date Title Number						4, and 5)					
Or Date Expiration Or Exercisable Date Title Number										Amount	
Date Expiration Title Number Exercisable Date											
Exercisable Date								*			
							Exercisable	Date			
Code V (A) (D) Shares					Code V	/ (A) (D)					

Reporting Owners

Reporting Owner Name / Address	Relationships							
. 0	Director	10% Owner	Officer	Other				
SIMMONS HAROLD C	X	X	Chairman of the Board and CEO					
5430 LBJ FREEWAY, SUITE 1700								

Reporting Owners 2

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DALLAS, TX 75240 CONTRAN CORP 5430 LBJ FREEWAY, SUITE 1700 X **DALLAS, TX 75240** DIXIE RICE AGRICULTURE CORP INC 5430 LBJ FREEWAY, SUITE 1700 X DALLAS, TX 75240 VALHI HOLDING CO X 5430 LBJ FREEWAY, SUITE 1700 DALLAS, TX 75240 VALHI INC /DE/ 5430 LBJ FREEWAY, SUITE 1700 X DALLAS, TX 75240 KRONOS WORLDWIDE INC 5430 LBJ FREEWAY, SUITE 1700 X **DALLAS, TX 75240** TITANIUM METALS CORP X 5430 LBJ FREEWAY, SUITE 1700 DALLAS, TX 75240 TIMET FINANCE MANAGEMENT CO 5430 LBJ FREEWAY, SUITE 1700 X

Signatures

DALLAS, TX 75240

A. Andrew R. Louis, Secretary, for Contran Corporation					
**Signature of Reporting Person	Date				
A. Andrew R. Louis, Attorney-in-fact, for Harold C. Simmons	12/16/2010				
**Signature of Reporting Person	Date				
A. Andrew R. Louis, Secretary, for Dixie Rice Agricultural Corporation, Inc.	12/16/2010				
**Signature of Reporting Person	Date				
A. Andrew R. Louis, Secretary, for Valhi Holding Company	12/16/2010				
**Signature of Reporting Person	Date				
A. Andrew R. Louis, Secretary, for Valhi, Inc.	12/16/2010				
**Signature of Reporting Person	Date				
A. Andrew R. Louis, Secretary, for Kronos Worldwide, Inc.					
**Signature of Reporting Person	Date				
A. Andrew R. Louis, Assistant Secretary, for Titanium Metals Corporation	12/16/2010				
**Signature of Reporting Person	Date				
Gregory M. Swalwell, Vice President, for TIMET Finance Management Company	12/16/2010				
**Signature of Reporting Person	Date				

Signatures 3

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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) Opern market purchase by Kronos Worldwide, 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.
- (2) Directly held by Kronos Worldwide, 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 relationships among the persons joining in this filing.
- (4) Directly held by TIMET Finance Management Company. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationships among the persons joining in this filing.
- (5) Directly held by the reporting person's spouse. Mr. Simmons disclaims beneficial ownership of any shares of the issuer's common stock that his spouse holds.

Remarks:

Exhibit Index

Exhibit 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.