

TITANIUM METALS CORP
 Form 4
 November 21, 2007

FORM 4

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

OMB APPROVAL

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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

 (Last) (First) (Middle)
THREE LINCOLN CENTRE, 5430
LBJ FREEWAY STE 1700

 (Street)
DALLAS, TX 75240-2697

 (City) (State) (Zip)

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

3. Date of Earliest Transaction
 (Month/Day/Year)
11/19/2007

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

5. Relationship of Reporting Person(s) to Issuer

 (Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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)
Common Stock, \$.01 par value	11/19/2007		J ⁽¹⁾	V 1,696,884 D	48,498,285	I	by VHC ⁽²⁾
Common Stock, \$.01 par value	11/19/2007		J ⁽¹⁾	V 1,696,884 A	1,696,884	I	by Contran ⁽³⁾
Common Stock, \$.01 par value	11/19/2007		J ⁽¹⁾	V 1,696,265 D	619	I	by Contran ⁽³⁾

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Common Stock, \$.01 par value	11/19/2007	<u>J</u> (1)	V	104,913	A	<u>U</u>	104,913	I	by Dixie Rice <u>(4)</u>
Common Stock, \$.01 par value	11/19/2007	<u>J</u> (1)	V	1,208,443	A	<u>U</u>	1,208,443	I	by Flight Pro <u>(5)</u>
Common Stock, \$.01 par value	11/19/2007	<u>J</u> (1)	V	1,208,443	D	<u>U</u>	0	I	by Flight Pro <u>(5)</u>
Common Stock, \$.01 par value	11/19/2007	<u>J</u> (1)	V	1,208,443	A	<u>U</u>	1,208,443	I	by Flight Leasing <u>(6)</u>
Common Stock, \$.01 par value	11/19/2007	<u>J</u> (1)	V	104,913	D	<u>U</u>	0	I	by Dixie Rice <u>(4)</u>
Common Stock, \$.01 par value	11/19/2007	<u>J</u> (1)	V	1,208,443	D	<u>U</u>	0	I	by Flight Leasing <u>(6)</u>
Common Stock, \$.01 par value	11/19/2007	<u>J</u> (1)	V	1,696,265	A	<u>U</u>	6,869,239	D	
Common Stock, \$.01 par value							882,568	I	by NL <u>(7)</u>
Common Stock, \$.01 par value							826,959	I	by Valhi <u>(8)</u>
Common Stock, \$.01 par value							566,529	I	by NL EMS <u>(9)</u>
Common Stock, \$.01 par value							209,857	I	by CDCT <u>(10)</u>
							343,675	I	

Common Stock, \$.01 par value								by Spouse <u>(11)</u>
Common Stock, \$.01 par value					17,432	I		by Trust <u>(12)</u>

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)

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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SIMMONS HAROLD C THREE LINCOLN CENTRE 5430 LBJ FREEWAY STE 1700 DALLAS, TX 75240-2697	X	X	Chairman of the Board	
Simmons Annette C 5430 LBJ FREEWAY, SUITE 1700 DALLAS, TX 75240		X		

Signatures

A. Andrew R. Louis, Attorney-in-fact, for Harold C. Simmons 11/20/2007

__Signature of Reporting Person Date

A. Andrew R. Louis, Attorney-in-fact, for Annette C. Simmons 11/20/2007

__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) See Exhibit 99.1 attached hereto.
- (2) Directly held by Valhi Holding Company. See Exhibits 99.1 and 99.2 for, among other things, a description of the relationships among the persons joining in this filing.
- (3) Directly held by Contran Corporation. See Exhibits 99.1 and 99.2 for, among other things, a description of the relationships among the persons joining in this filing.
- (4) Directly held by Dixie Rice Agricultural Corporation, Inc. See Exhibits 99.1 and 99.2 for, among other things, a description of the relationships among the persons joining in this filing.
- (5) Directly held by Flight Proficiency Service, Inc. See Exhibits 99.1 and 99.2 for, among other things, a description of the relationships among the persons joining in this filing.
- (6) Directly held by Flight Leasing, Inc. See Exhibits 99.1 and 99.2 for, among other things, a description of the relationships among the persons joining in this filing.
- (7) Directly held by NL Industries, Inc. See Exhibits 99.1 and 99.2 for, among other things, a description of the relationships among the persons joining in this filing.
- (8) Directly held by Valhi, Inc. See Exhibits 99.1 and 99.2 for, among other things, a description of the relationships among the persons joining in this filing.
- (9) Directly held by NL Environmental Management Services, Inc. See Exhibits 99.1 and 99.2 for, among other things, a description of the relationships among the persons joining in this filing.
- (10) Directly held by the Contran Amended and Restated Deferred Compensation Trust. See Exhibits 99.1 and 99.2 for, among other things, a description of the relationships among the persons joining in this filing.
- (11) Directly held by the Reporting Person's spouse. The Reporting Person disclaims beneficial ownership of these shares.
- (12) Directly held by The Annette Simmons Grandchildren's Trust. See Exhibits 99.1 and 99.2 for, among other things, a description of the relationships among the persons joining in this filing.

Remarks:

Exhibit Index

99.1 Description of the Transactions

99.2 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.