

TITANIUM METALS CORP  
 Form 5  
 February 12, 2008

**FORM 5**

**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).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2007**

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 Reporting

(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)	(A) or (D)	5. Amount or Price	6. Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	7. Nature of Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	8. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock, \$.01 par value	04/18/2007	^	G	28,466	D	\$ (1) 6,894,239	D	^	
Common Stock, \$.01 par value	04/19/2007	^	G	28,575	D	\$ (1) 6,894,239	D	^	
	10/30/2007	^	G	60,000	D	\$ (1) 6,894,239	D	^	

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Common Stock, \$.01 par value									
Common Stock, \$.01 par value	02/06/2007	Â	G	290,000	D	\$ <u>(1)</u>	21,167,875	I	by Spouse <u>(2)</u>
Common Stock, \$.01 par value	02/20/2007	Â	G	55,000	D	\$ <u>(1)</u>	21,167,875	I	by Spouse <u>(2)</u>
Common Stock, \$.01 par value	02/20/2007	Â	G	27,500	D	\$ <u>(1)</u>	21,167,875	I	by Spouse <u>(2)</u>
Common Stock, \$.01 par value	04/13/2007	Â	G	55,600	D	\$ <u>(1)</u>	21,167,875	I	by Spouse <u>(2)</u>
Common Stock, \$.01 par value	05/09/2007	Â	G	26,300	D	\$ <u>(1)</u>	21,167,875	I	by Spouse <u>(2)</u>
Common Stock, \$.01 par value	05/09/2007	Â	G	26,300	D	\$ <u>(1)</u>	21,167,875	I	by Spouse <u>(2)</u>
Common Stock, \$.01 par value	05/15/2007	Â	G	26,100	D	\$ <u>(1)</u>	21,167,875	I	by Spouse <u>(2)</u>
Common Stock, \$.01 par value	05/15/2007	Â	G	25,185	D	\$ <u>(1)</u>	21,167,875	I	by Spouse <u>(2)</u>
Common Stock, \$.01 par value	07/20/2007	Â	G	28,600	D	\$ <u>(1)</u>	21,167,875	I	by Spouse <u>(2)</u>
Common Stock, \$.01 par value	Â	Â	Â	Â	Â	Â	48,708,761	I	by VHC <u>(3)</u>
	Â	Â	Â	Â	Â	Â	882,568	I	by NL <u>(4)</u>

Common Stock, \$.01 par value

Common Stock, \$.01 par value

Common Stock, \$.01 par value

Common Stock, \$.01 par value

^	^	^	^	^	^	^	826,959	I	by Valhi <sup>(5)</sup>
^	^	^	^	^	^	^	566,529	I	by NL EMS <sup>(6)</sup>
^	^	^	^	^	^	^	17,432	I	by Trust <sup>(7)</sup>

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.**

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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. Price of Derivative Security (Instr. 5)	9. of D Se O E Is Fi (I
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares	

## 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      Â      Â X      Â      Â  
DALLAS,Â TXÂ 75240

## Signatures

A. Andrew R. Louis, Attorney-in-fact, for Harold C. Simmons      02/12/2008  
\*\*Signature of Reporting Person      Date

A. Andrew R. Louis, Attorney-in-fact, for Annette C. Simmons      02/12/2008  
\*\*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) Charitable donation.
- (2) Directly held by the Reporting Person's spouse. The Reporting Person disclaims beneficial ownership of these shares
- (3) Directly held by Valhi Holding Company. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship to the persons joining in this filing.
- (4) Directly held by NL Industries, Inc. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship to the persons joining in this filing.
- (5) Directly held by Valhi, Inc. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship to the persons joining in this filing.
- (6) Directly held by NL Environmental Management Services, Inc. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship to the persons joining in this filing.
- (7) Directly held by The Annette Simmons Grandchildren's Trust. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship to the persons joining in this filing.

Â  
**Remarks:**  
ExhibitÂ Index  
99Â AdditionalÂ Information

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.