

TITANIUM METALS CORP
Form 4
December 10, 2004

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 *
COMBINED MASTER RETIREMENT TRUST

(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)

12/08/2004

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X 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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock, \$.01 par value	12/08/2004		D		200 A \$ 20	1,906,660	D
Common Stock, \$.01 par value	12/08/2004		D		1,000 A \$ 20.12	1,907,660	D
Common Stock, \$.01 par value	12/08/2004		D		200 A \$ 20.13	1,907,860	D
Common Stock, \$.01	12/08/2004		D		100 A \$ 20.14	1,907,960	D

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Common Stock, \$.01 par value	12/08/2004	D	2,100	A	\$ 20.15	1,910,060	D
Common Stock, \$.01 par value	12/08/2004	D	100	A	\$ 20.17	1,910,160	D
Common Stock, \$.01 par value	12/08/2004	D	1,900	A	\$ 20.18	1,912,060	D
Common Stock, \$.01 par value	12/08/2004	D	1,900	A	\$ 20.25	1,913,960	D
Common Stock, \$.01 par value	12/08/2004	D	1,500	A	\$ 20.28	1,915,460	D
Common Stock, \$.01 par value	12/08/2004	D	200	A	\$ 20.29	1,915,660	D
Common Stock, \$.01 par value	12/08/2004	D	3,300	A	\$ 20.3	1,918,960	D
Common Stock, \$.01 par value	12/08/2004	D	2,500	A	\$ 21	1,921,460	D
Common Stock, \$.01 par value	12/09/2004	D	1,000	A	\$ 20.75	1,922,460	D

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. Number of Derivative Securities Beneficially Owned (Instr. 6)
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(Instr. 3,
4, and 5)

Code	V	(A)	(D)	Date	Expiration	Title	Amount or Number of Shares
				Exercisable	Date		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COMBINED MASTER RETIREMENT TRUST THREE LINCOLN CENTRE 5430 LBJ FREEWAY STE 1700 DALLAS, TX 75240-2697		X		
SIMMONS HAROLD C 5430 LBJ FREEWAY SUITE 1700 DALLAS, TX 75240		X		

Signatures

A. Andrew R. Louis, Attorney-in-fact, for Harold C. Simmons, Trustee, The Combined Master Retirement Trust 12/10/2004

__Signature of Reporting Person Date

A. Andrew R. Louis, Attorney-in-fact, for Harold C. Simmons 12/10/2004

__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).

Remarks:

See the Additional Information attached as an exhibit to this filing for a description of the relationships among the issuer and the reporting persons.

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.