

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-K/A

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934 - For the fiscal year ended December 31, 1999

Commission file number 1-13905

COMPX INTERNATIONAL INC.

(Exact name of registrant as specified in its charter)

Delaware

57-0981653

(State or other jurisdiction of
incorporation or organization)

(IRS Employer
Identification No.)

16825 Northchase Drive, Suite 1200, Houston, TX

77060

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

(281) 423-3377

Securities registered pursuant to Section 12(b) of the Act:

Title of each class

Name of each exchange on
which registered

Class A common stock
(\$.01 par value per share)

New York Stock Exchange

Securities registered pursuant to Section 12(g) of the Act:

None.

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of Registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months and (2) has been subject to such filing requirements for the past 90 days. Yes X No

As of February 29, 2000, 6,148,580 shares of Class A common stock were outstanding. The aggregate market value of the 5.8 million shares of voting stock held by nonaffiliates of Valhi, Inc. as of such date approximated \$108 million.

Documents incorporated by reference

The information required by Part III is incorporated by reference from the Registrant's definitive proxy statement to be filed with the Commission pursuant to Regulation 14A not later than 120 days after the end of the fiscal year covered by this report.

The undersigned Registrant hereby amends the following items, financial statements, exhibits or other portions of its Annual Report on Form 10-K for the

year ended December 31, 1999 as set forth below and in the pages attached hereto:

Item 14. EXHIBITS, FINANCIAL STATEMENT SCHEDULES, AND REPORTS ON FORM 8-K.

Exhibit No. 99.1, Annual Report of the National Cabinet Lock, Inc. Contributory Retirement Plan (Form 11-K) for the year ended December 31, 1999 (filed as an amendment to the Registrant's Annual Report on Form 10-K for the year ended December 31, 1999).

Exhibit No. 99.2, Annual Report of The 401(k) Plan of the Fort Lock Corporation (Form 11-K) for the year ended December 31, 1999 (filed as an amendment to the Registrant's Annual Report on Form 10-K for the year ended December 31, 1999).

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this amendment to be signed on its behalf by the undersigned, thereunto duly authorized.

COMPX INTERNATIONAL INC.

(Registrant)

Dated: June 15, 2000

By: /s/ Todd W. Strange

Todd W. Strange
Vice President
and Controller (Principal
Accounting Officer)

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 11-K

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 -
For the fiscal year ended December 31, 1999

Commission file number 1-13905

A. Full title of the plan and the address of the plan, if different from that of the issuer named below:

NATIONAL CABINET LOCK, INC.
CONTRIBUTORY RETIREMENT PLAN
200 Old Mill Road
Mauldin, South Carolina 29662

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

COMPX INTERNATIONAL INC.
16825 Northchase Drive, Suite 1200
Houston, Texas 77060-2544

NATIONAL CABINET LOCK, INC.
CONTRIBUTORY RETIREMENT PLAN

INDEX

	Page
Signature Page	2
Financial Statements and Supplemental Schedules with Report of Independent Accountants	3 - 9
Exhibit I - Consent of Independent Accountants	

SIGNATURE

Pursuant to the requirements of the Securities Act of 1934, the

Administrator has duly caused this Annual Report to be signed by the undersigned thereunto duly authorized.

NATIONAL CABINET LOCK, INC.
CONTRIBUTORY RETIREMENT PLAN

By: ADMINISTRATIVE COMMITTEE OF THE
NATIONAL CABINET LOCK, INC.
CONTRIBUTORY RETIREMENT PLAN

By: /s/ Keith A. Johnson

Keith A. Johnson
Committee Member

June 15, 2000

NATIONAL CABINET LOCK, INC. CONTRIBUTORY
RETIREMENT PLAN

FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULES

December 31, 1999

with

REPORT OF INDEPENDENT ACCOUNTANTS

NATIONAL CABINET LOCK, INC. CONTRIBUTORY RETIREMENT PLAN

Index of Financial Statements and Supplemental Schedules

	Page
Report of Independent Accountants	2
Financial Statements	
Statements of Net Assets Available for Benefits - December 31, 1998 and 1999	3
Statement of Changes in Net Assets Available for Benefits - Year ended December 31, 1999	4
Notes to Financial Statements	5-8
Supplemental Schedules	
Schedule H - Schedule of Assets Held for Investment Purposes - December 31, 1999	9

Report of Independent Accountants

To the Administrative Committee of
National Cabinet Lock, Inc. Contributory Retirement Plan

In our opinion, the accompanying statements of net assets available for benefits and the related statement of changes in net assets available for benefits present fairly, in all material respects, the net assets available for benefits of National Cabinet Lock, Inc. Contributory Retirement Plan (the "Plan") at December 31, 1998 and 1999 and the changes in net assets available for benefits for the year ended December 31, 1999 in conformity with accounting principles generally accepted in the United States. These financial statements are the responsibility of the Plan's management; our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits of these statements in accordance with auditing standards generally accepted in the United States which require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for the opinion expressed above.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of Schedule of Assets Held for Investment Purposes is presented for the purpose of additional analysis and is not a required part of the basic financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

PricewaterhouseCoopers LLP

May 26, 2000

NATIONAL CABINET LOCK, INC. CONTRIBUTORY RETIREMENT PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31, 1998 and 1999

	1998	1999
	----	----
Assets:		
Investments at fair value	\$10,053,598	\$13,624,943
Contributions receivable:		
Employer	343,182	377,261
Participant	--	4,639
	-----	-----

Net assets available for benefits	\$10,396,780	\$14,006,843
	=====	=====

NATIONAL CABINET LOCK, INC. CONTRIBUTORY RETIREMENT PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
Year ended December 31, 1999

Additions:		
Investment income:		
Net appreciation in fair value		
of investments	\$ 2,352,929	
Interest and dividends	1,180,467	

		3,533,396
Contributions:		
Employer	377,261	
Participants	524,356	

		901,617
Total additions		4,435,013

Deductions:		
Benefits to participants	823,702	
Administrative expenses	1,248	

Total deductions		824,950

Net increase in net assets available for benefits		3,610,063
Net assets available for benefits:		
Beginning of year	10,396,780	

End of year		\$14,006,843
		=====

NATIONAL CABINET LOCK, INC. CONTRIBUTORY RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS

Note 1 - Description of Plan and significant accounting policies:

General. The following description of the National Cabinet Lock, Inc. Contributory Retirement Plan (the "Plan"), provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

The Plan is a defined contribution plan which covers eligible salaried and hourly U.S. employees of CompX International, Inc. (the "Employer"). Employees are eligible to participate in the Plan as of the first entry date, as defined, concurrent with or next following the completion of one year of employment and attaining 20 years of age. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

The Employer is a 64%-owned subsidiary of Valhi, Inc. Valhi is a 93%-owned subsidiary of Contran Corporation. Substantially all of Contran's outstanding voting stock is held either by trusts established for the benefit of certain children and grandchildren of Harold C. Simmons, of which Mr. Simmons is sole trustee, or by Mr. Simmons directly. Mr. Simmons, Chairman of the Board and Chief Executive Officer of each of Contran and Valhi, may be deemed to control each of such companies and the Employer.

Contributions. The Plan permits participants to defer 1% to 15% of their pre-tax annual compensation as contributions, not to exceed a deferral of \$10,000 in 1999 (subject to adjustment in future years), through payroll deductions. The Employer's contribution is based upon a profit-sharing formula and the Employer's profit, as defined, during the Plan year. The Employer's contribution is allocated to participants' accounts on a percentage or matching basis relative to the participants' contributions for the year. The Employer's contribution is reduced, as provided by the Plan, by nonvested amounts forfeited by participants who withdraw from the Plan. At December 31, 1998 and 1999, unallocated forfeited nonvested accounts were \$6,407 and \$12,601 respectively. For the years ended December 31, 1998 and 1999 there were no forfeitures allocated to participant accounts.

Vesting and benefits. Salary deferrals (including earnings thereon) are immediately vested while Employer contributions (including earnings thereon) vest at the rate of 20% per year of service, as defined.

Upon termination of employment, retirement, death or disability, a participant (or beneficiary, if applicable) may elect to receive either (i) a lump sum amount equal to the vested value of the participant's accounts or (ii) installments over a period of not more than 30 years. With the consent of the Plan administrators, participants can borrow amounts from their vested account balances, subject to certain limitations under the Plan.

Participants' accounts. Participants can direct the Plan administrator to invest, in 1% increments, their account balance in publicly-traded registered investment companies or pooled funds administered by Putnam Investments or in CompX International Inc. common stock. Below are the investment fund options available to participants:

Putnam Voyager Fund (trading symbol PVOYX) - Aggressively seeks capital appreciation. Invests primarily in common stocks.

Putnam Vista Fund (PVISX) - Seeks capital appreciation. Invests primarily in common stocks.

Putnam OTC and Emerging Growth Fund (POEGX) - Seeks capital appreciation. Invests primarily in common stocks of small- to medium-sized "emerging growth" companies traded in the over-the-counter ("OTC") market.

Putnam Global Growth Fund (PEQUX) - Seeks capital appreciation. Invests primarily in U.S. and international common stocks.

The George Putnam Fund of Boston (PGEOX) - Seeks to provide a balanced investment which will produce both capital growth and current income. Invests in a diversified group of stocks and bonds.

Putnam High Yield Advantage Fund (PHYIX) - Seeks high current income. Invests primarily in high-yielding, lower-rated fixed income securities.

Putnam Diversified Income Fund (PDINX)- Seeks high current income consistent with preservation of capital. Invests primarily in U.S. government, high-yield and international fixed securities.

Putnam Stable Value Fund - This pooled fund seeks stable principal and relatively high current income. Invests primarily in high-quality fixed-income investments.

Company Stock Fund - Invests in CompX International Inc. common stock.

*Putnam Asset Allocation Fund (PAEAX) - Growth Portfolio - Seeks capital appreciation. Invests in both stocks and bonds.

*Putnam Asset Allocation Fund (PAEBX) - Balanced Portfolio - Seeks total return. Invests in both stocks and bonds.

*Putnam S&P 500 Index Fund - Seeks to mirror the performance and composition of Standard & Poor's 500 Composite Index.

*Equity Income Fund (PEYAX) - seeks to provide current income by investing primarily in Diversified Portfolio of income producing equity securities.

*Putnam International Growth Fund (PDUSX) - Seeks capital appreciation. Invests in growth and value stocks outside of the United States.

*Putnam Asset Allocation Fund (PAECX) - Conservative Portfolio - Seeks total return with preservation of capital. Invests in both stocks and bonds.

*First available to participants February 1, 1999.

The above fund descriptions provide only general information. Participants should refer to the Prospectus of each fund for a more complete description.

In addition to the Putnam Funds, a "Loan Fund" is maintained to account for loans to participants, as permitted by the Plan. These loans, with interest rates ranging from 7.0% to 10.0%, mature through 2009.

Plan termination. The Employer has the right under the Plan to discontinue its contributions at any time and to terminate the Plan, in compliance with the provisions of ERISA. In the event the Plan is terminated, the accounts of all participants will become fully vested.

Basis of accounting. The financial statements of the Plan are prepared in accordance with accounting principles generally accepted in the United States. Valuation of investments is more fully described in Note 2.

Financial Statement Presentation. On September 15, 1999, the American Institute of Certified Public Accountants issued Statement of Position 99-3, Accounting for and Reporting of Certain Defined Contribution Plan Investments and Other Disclosure Matters ("SOP 99-3") which, among other things, eliminated previous requirements for defined contribution plans to present plan investments by general type for investment programs. SOP 99-3 is effective for financial statements for Plan years ending after December 15, 1999. Accordingly, the Plan has adopted SOP 99-3 and the accompanying financial statements do not include details of the Plan's participant-directed investment programs.

Management estimates. The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, and disclosure of contingent assets and liabilities. Actual results may, in some instances, differ from previously estimated amounts.

Risk and uncertainties. The Plan provides for various investment options in a variety of stocks, bonds, fixed income securities, mutual funds, and other investment securities. Investment securities are exposed to various risks, such as interest rate, market, and credit risks. Due to the level of risk associated

with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the Plan's statement of net assets available for benefits.

Expenses of administering the Plan. The Plan provides that the Employer will generally reimburse the Plan for administrative expenses paid by the Plan. The Employer paid a significant portion of the 1999 administrative expenses.

Tax status. The Plan has been notified by the Internal Revenue Service that it is a qualified plan under Section 401(a) and Section 401(k) of the Internal Revenue Code, and is therefore exempt from federal income taxes under provisions of Section 501(a) of the Code.

Note 2 - Investments:

General. The assets of the Plan are held and the related investment transactions are executed by Putnam Fiduciary Trust Company as trustee (the "Trustee") of the National Cabinet Lock, Inc. Master 401(k) Plan Trust (the "Trust"). The Trust invests in publicly-traded registered investment companies or pooled funds administered by Putnam Investments and CompX International, Inc. common stock (see Note 1). The Plan's investments are stated at fair value based on quoted market prices and net appreciation (depreciation) for the year is reflected in the Plan's statement of changes in net assets available for plan benefits. The net appreciation (depreciation) consists of realized gains or losses and unrealized appreciation or depreciation on investments.

The following presents investments that represent 5 percent or more of the Plan's net assets at year end:

	December 31,	
	1998	1999
	----	----
Putnam Investments Voyager Fund	\$3,379,426	\$4,474,486
Putnam Investments Vista Fund	\$2,830,550	\$3,305,917
Putnam Investments Stable Value (pooled fund)	\$ 978,239	\$2,466,267
Putnam Investments Diversified Income Fund	\$ 903,961	\$ 777,536
Putnam Investments The George Putnam Fund of Boston	\$1,074,041	\$ 699,005

NATIONAL CABINET LOCK, INC. CONTRIBUTORY RETIREMENT PLAN

SCHEDULE H - SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES

December 31, 1999

	Cost	Fair value
*Putnam Funds:		
Voyager Fund	\$2,493,695	\$4,474,486
Vista Fund	2,022,335	3,305,917
OTC and Emerging Growth Fund	201,635	370,054
Global Growth Fund	323,179	508,947

George Putnam Fund	750,324	699,005
High Yield Advantage Fund	109,814	101,088
Diversified Income Fund	854,876	777,536
Stable Value Fund	2,466,267	2,466,267
Asset Allocation Fund - Growth Portfolio	8,367	8,981
Asset Allocation Fund - Balanced Portfolio	85,447	88,778
S&P 500 Index Fund	34,543	38,838
Equity Income Fund	107,213	89,696
International Growth Fund	14,697	17,176
Asset Allocation Fund - Conservative Portfolio ...	16,896	16,999
*CompX International Inc. common stock	140,712	145,540
*Loans to participants, mature through 2009	-	515,635
	-----	-----
	\$9,630,000	\$13,624,943
	=====	=====

* party in interest

EXHIBIT I

CONSENT OF INDEPENDENT ACCOUNTANTS

We hereby consent to the incorporation by reference in the Registration Statement on Form S-8 (No. 333-56163) of CompX International Inc. of our report dated May 26, 2000, relating to the financial statements of the National Cabinet Lock, Inc. Contributory Retirement Plan, which appears in this Form 11-K.

PricewaterhouseCoopers LLP

Dallas, Texas
June 15, 2000

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 11-K

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 -
For the fiscal year ended December 31, 1999

Commission file number 1-13905

A. Full title of the plan and the address of the plan, if different
from that of the issuer named below:

THE 401(K) PLAN OF THE FORT LOCK CORPORATION
3000 North River Road
River Grove, Illinois 60171

B. Name of issuer of the securities held pursuant to the plan and the
address of its principal executive office:

COMPX INTERNATIONAL INC.
16825 Northchase Drive, Suite 1200
Houston, Texas 77060-2544

THE 401(K) PLAN OF THE FORT LOCK CORPORATION

INDEX

	Page
Signature Page	2
Financial Statements and Supplemental Schedules with Report of Independent Accountants	3 - 10
Exhibit I - Consent of Independent Accountants	

SIGNATURE

Pursuant to the requirements of the Securities Act of 1934, the

Administrator has duly caused this Annual Report to be signed by the undersigned thereunto duly authorized.

THE 401(K) PLAN OF THE FORT LOCK CORPORATION

By: ADMINISTRATIVE COMMITTEE OF
THE 401(K) PLAN OF THE FORT LOCK CORPORATION

By: /s/ Keith A. Johnson

Keith A. Johnson
Committee Member

June 15, 2000

THE 401(k) PLAN OF THE
FORT LOCK CORPORATION

FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULES

December 31, 1999

with

REPORT OF INDEPENDENT ACCOUNTANTS

THE 401(k) PLAN OF THE FORT LOCK CORPORATION

Index of Financial Statements and Supplemental Schedules

	Page
Report of Independent Accountants	2
Financial Statements	
Statements of Net Assets Available for Benefits - December 31, 1998 and 1999	3
Statement of Changes in Net Assets Available for Benefits - Year ended December 31, 1999	4
Notes to Financial Statements	5-9
Supplemental Schedules	
Schedule H - Schedule of Assets Held for Investment Purposes - December 31, 1999	10

Report of Independent Accountants

To the Administrative Committee of

The 401(k) Plan of the Fort Lock Corporation

In our opinion, the accompanying statements of net assets available for benefits and the related statement of changes in net assets available for benefits present fairly, in all material respects, the net assets available for benefits of The 401(k) Plan of the Fort Lock Corporation (the "Plan") at December 31, 1998 and 1999 and the changes in net assets available for benefits for the year ended December 31, 1999 in conformity with accounting principles generally accepted in the United States. These financial statements are the responsibility of the Plan's management; our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits of these statements in accordance with auditing standards generally accepted in the United States which require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for the opinion expressed above.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of Schedule of Assets Held for Investment Purposes is presented for the purpose of additional analysis and is not a required part of the basic financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

PricewaterhouseCoopers LLP

May 26, 2000

THE 401(k) PLAN OF THE FORT LOCK CORPORATION
 STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
 December 31, 1998 and 1999

	1998 ----	1999 ----
Assets:		
Investments at fair value	\$1,375,584	\$2,019,618
Contribution receivable:		
Employer	3,766	245,606
Participant	24,189 -----	-- -----
Net assets available for benefits	\$1,403,539 =====	\$2,265,224 =====

THE 401(k) PLAN OF THE FORT LOCK CORPORATION
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
Year ended December 31, 1999

Additions:	
Investment income:	
Net appreciation in fair value	
of investments	\$ 215,414
Interest and dividends	120,458

	335,872
Contributions:	
Employer	245,606
Participants	367,356

	612,962
 Total additions	 948,834
Deductions:	
Benefits to participants	86,845
Administrative expenses	304

 Total deductions	 87,149

 Net increase in net assets available for benefits	 861,685
Net assets available for benefits:	
Beginning of year	1,403,539

 End of year	 \$2,265,224
	=====

THE 401(k) PLAN OF THE FORT LOCK CORPORATION

NOTES TO FINANCIAL STATEMENTS

Note 1 - Description of Plan and significant accounting policies:

General. The following description of The 401(k) Plan of the Fort Lock Corporation (the "Plan"), provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

The Plan is a defined contribution plan which covers eligible salaried and hourly U.S. employees of Fort Lock Corporation (the "Employer"). Employees are eligible to participate in the Plan as of the first entry date, as defined, concurrent with or next following the completion of one year of employment and

attaining 20 years of age. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

The Employer is a 100% wholly-owned subsidiary of CompX International Inc., which is a 64%-owned subsidiary of Valhi, Inc. Valhi is a 93%-owned subsidiary of Contran Corporation. Substantially all of Contran's outstanding voting stock is held either by trusts established for the benefit of certain children and grandchildren of Harold C. Simmons, of which Mr. Simmons is sole trustee, or by Mr. Simmons directly. Mr. Simmons, Chairman of the Board and Chief Executive Officer of each of Contran and Valhi, may be deemed to control each of such companies and the Employer.

Contributions. The Plan permits participants to defer 1% to 15% of their pre-tax annual compensation as contributions, not to exceed a deferral of \$10,000 in 1999 (subject to adjustment in future years), through payroll deductions. The Employer's contribution is based upon a profit-sharing formula and the Employer's profit, as defined, during the Plan year. Prior to February 1, 1999, the Plan provided for a discretionary Employer match that was determined by the Company prior to the beginning of the Plan year and could not exceed 1.25% of compensation (as defined in the Plan). The Employer's contribution is allocated to participants' accounts on a percentage or matching basis relative to the participants' contributions for the year. The Employer's contribution is reduced, as provided by the Plan, by nonvested amounts forfeited by participants who withdraw from the Plan. At December 31, 1998 and 1999, unallocated forfeited nonvested accounts were \$2,312 and \$5,126 respectively. For the years ended December 31, 1998 and 1999 there were no forfeitures allocated to participant accounts.

Vesting and benefits. Salary deferrals (including earnings thereon) are immediately vested while Employer contributions (including earnings thereon) vest at the rate of 20% per year of service, as defined.

Upon termination of employment, retirement, death or disability, a participant (or beneficiary, if applicable) may elect to receive either (i) a lump sum amount equal to the vested value of the participant's accounts or (ii) installments over a period of not more than 30 years. With the consent of the Plan administrators, participants can borrow amounts from their vested account balances, subject to certain limitations under the Plan.

Participants' accounts. Prior to February 25, 1999, participants could direct the Plan administrator to invest, in 5% increments (minimum 10% investment), their account balances in pooled funds administered by Massachusetts Mutual Life Insurance Company ("MassMutual"). Balances in the MassMutual funds were liquidated on February 25, 2000 and transferred to the Putnam funds described below. The MassMutual investment options were:

Balanced Fund. Money invested in common stocks, publicly-traded bonds and cash. The percentage invested in these assets will vary according to market conditions to enhance returns and minimize risk.

Core Equity Fund. Money invested mostly in common stocks.

Guaranteed Interest Fund. Money invested in MassMutual's general portfolio. This money will receive a rate of interest set by MassMutual at the start of the year.

Small Company Fund. Money invested mostly in common stocks of corporations with small market capitalization.

Effective February 1, 1999 participants could no longer invest in the above four options, but could direct the Plan administrator to invest, in 1% increments, their account balance in publicly-traded registered investment companies or pooled funds administered by Putnam Investments or in CompX International Inc. common stock. Below are the investment fund options available to participants beginning February 1, 1999:

Putnam Voyager Fund (trading symbol PVOYX) - Aggressively seeks capital appreciation. Invests primarily in common stocks.

Putnam Vista Fund (PVISX) - Seeks capital appreciation. Invests primarily in common stocks.

Putnam OTC and Emerging Growth Fund (POEGX) - Seeks capital appreciation. Invests primarily in common stocks of small- to medium-sized "emerging growth" companies traded in the over-the-counter

("OTC") market.

Putnam Global Growth Fund (PEQUX) - Seeks capital appreciation. Invests primarily in U.S. and international common stocks.

The George Putnam Fund of Boston (PGEOX) - Seeks to provide a balanced investment which will produce both capital growth and current income. Invests in a diversified group of stocks and bonds.

Putnam High Yield Advantage Fund (PHYIX) - Seeks high current income. Invests primarily in high-yielding, lower-rated fixed income securities.

Putnam Diversified Income Fund (PDINX) - Seeks high current income consistent with preservation of capital. Invests primarily in U.S. government, high-yield and international fixed securities.

Putnam Stable Value Fund - This pooled fund seeks stable principal and relatively high current income. Invests primarily in high-quality fixed-income investments.

Putnam Asset Allocation Fund (PAEAX) - Growth Portfolio - Seeks capital appreciation. Invests in both stocks and bonds.

Putnam Asset Allocation Fund (PAEBX) - Balanced Portfolio - Seeks total return. Invests in both stocks and bonds.

Putnam S&P 500 Index Fund - Seeks to mirror the performance and composition of Standard & Poor's 500 Composite Index.

Putnam International Growth Fund (PDVSX) - Seeks capital appreciation. Invests in growth and value stocks outside of the United States.

Equity Income Fund (PEYAX) - Seeks to provide current income by investing primarily in Diversified Portfolio of income - producing equity securities.

Putnam Asset Allocation Fund (PAECX) - Conservative Portfolio - Seeks total return with preservation of capital. Invests in both stocks and bonds.

Company Stock Fund - Invests in CompX International Inc. common stock.

The above fund descriptions provide only general information. Participants should refer to the Prospectus of each fund for a more complete description.

In addition to the Putnam Funds or MassMutual funds prior to February 25, 1999, a "Loan Fund" is maintained to account for loans to participants, as permitted by the Plan. These loans, with interest rates ranging from 8.75% to 10.5%, mature through 2005.

Plan termination. The Employer has the right under the Plan to discontinue its contributions at any time and to terminate the Plan, in compliance with the provisions of ERISA. In the event the Plan is terminated, the accounts of all participants will become fully vested.

Basis of accounting. The financial statements of the Plan are prepared in accordance with accounting principles generally accepted in the United States. Valuation of investments is more fully described in Note 2.

Financial Statement Presentation. On September 15, 1999, the American Institute of Certified Public Accountants issued Statement of Position 99-3, Accounting for and Reporting of Certain Defined Contribution Plan Investments and Other Disclosure Matters ("SOP 99-3") which, among other things, eliminated previous requirements for defined contribution plans to present plan investments by general type for investment programs. SOP 99-3 is effective for financial statements for Plan years ending after December 15, 1999. Accordingly, the Plan has adopted SOP 99-3 and the accompanying financial statements do not include details of the Plan's participant-directed investment programs.

Management estimates. The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, and disclosure of contingent assets and

liabilities. Actual results may, in some instances, differ from previously estimated amounts.

Risk and uncertainties. The Plan provides for various investment options in a variety of stocks, bonds, fixed income securities, mutual funds, and other investment securities. Investment securities are exposed to various risks, such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the Plan's statement of net assets available for benefits.

Expenses of administering the Plan. The Plan provides that the Employer will generally reimburse the Plan for administrative expenses paid by the Plan. The Employer paid a significant portion of the 1999 administrative expenses.

Tax status. The Plan has been notified by the Internal Revenue Service that it is a qualified plan under Section 401(a) and Section 401(k) of the Internal Revenue Code (the "Code"), and is therefore exempt from federal income taxes under provisions of Section 501(a) of the Code. The Plan has been amended and restated (effective February 1, 1999) since receiving the determination letter. However, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with applicable requirements of the Code.

Note 2 - Investments:

General. The assets of the Plan were held and the related investment transactions were executed by MassMutual during the year of 1998 and until February 1999. Starting in February 1999 the assets of the plan were transferred to Putnam Fiduciary Trust Company as trustee (the "Trustee") of the Fort Lock Corporation Master 401(k) Plan Trust (the "Trust"). The related transactions are now executed by Putnam Fiduciary Trust Company. The Trust invests in publicly-traded registered investment companies or pooled funds administered by Putnam Investments and CompX International, Inc. common stock (see Note 1). The Plan's investments are stated at fair value based on quoted market prices and net appreciation (depreciation) for the year is reflected in the Plan's statement of changes in net assets available for plan benefits. The net appreciation (depreciation) consists of realized gains or losses and unrealized appreciation or depreciation on investments.

The following presents investments that represent 5 percent or more of the Plan's net assets at year end:

	December 31,	
	1998	1999
	----	----
Putnam Investments Voyager Fund	\$ --	\$175,318
Putnam Investments OTC and Emerging Growth Fund	\$ --	\$385,783
Putnam Investments The George Putnam Fund of Boston	\$ --	\$115,888
Putnam Investments Stable Value Fund (pooled fund)	\$ --	\$574,578
Putnam Investments S&P 500 Index Fund (pooled fund)	\$ --	\$292,234
Putnam Investments Equity Income Fund	\$ --	\$304,659
Massachusetts Mutual Funds Company Guaranteed Interest Fund	\$510,129	\$ --

Massachusetts Mutual Funds Company		
Balanced Fund (pooled fund)	\$130,740	\$ --
Massachusetts Mutual Funds Company		
Core Equity Fund (pooled fund)	\$398,174	\$ --
Massachusetts Mutual Fund Company		
Small Company Fund (pooled fund)	\$268,275	\$ --

THE 401(k) PLAN OF THE FORT LOCK CORPORATION

SCHEDULE H - SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES

December 31, 1999

	Cost	Fair value
*Putnam Funds:		
Voyager Fund	\$ 140,067	\$ 175,318
Vista Fund	34,566	41,810
OTC and Emerging Growth Fund	192,558	385,783
Global Growth Fund	12,372	16,267
George Putnam Fund	126,517	115,888
High Yield Advantage Fund	650	652
Diversified Income Fund	11,892	11,640
Stable Value Fund	570,006	574,578
Asset Allocation Fund - Growth Portfolio	1,161	1,211
Asset Allocation Fund - Balanced Portfolio	2,049	2,110
S&P 500 Index Fund	263,931	292,234
International Growth Fund	18,036	25,496
Equity Income Fund	337,681	304,659
*CompX International Inc. common stock	7,369	8,747
*Loans to participants mature through 2005	-	63,225
	-----	-----
	\$1,718,855	\$2,019,618
	=====	=====

*party in interest

EXHIBIT I

CONSENT OF INDEPENDENT ACCOUNTANTS

We hereby consent to the incorporation by reference in the Registration Statement on Form S-8 (No. 333-74821) of CompX International Inc. of our report dated May 26, 2000, relating to the financial statements of The 401(k) Plan of the Fort Lock Corporation, which appears in this Form 11-K.

PricewaterhouseCoopers LLP

Dallas, Texas
June 15, 2000