

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

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Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* CONTRAN CORP (Last) (First) (Middle) 5430 LBJ FRWY SUITE 1700 (Street) DALLAS TX 75240 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol COMPX INTERNATIONAL INC [CIX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director ☒ 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 10/26/2007	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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)
			Code	V	Amount	(A) or (D)	Price			
Class A common stock, par value \$0.01 per share	10/26/2007		J ⁽¹⁾		483,600	D	(1)	0	I	By TFMC ⁽²⁾
Class A common stock, par value \$0.01 per share	10/26/2007		J ⁽³⁾		2,586,820	D	(3)	0	I	By CGI ⁽⁴⁾
Class B common stock, par value \$0.01 per share	10/26/2007		J ⁽³⁾		10,000,000	D	(3)	0	I	By CGI ⁽⁴⁾
Class A common stock, par value \$0.01 per share	10/26/2007		J ⁽³⁾		374,000	A	(3)	755,004	I	By NL ⁽⁵⁾
Class B common stock, par value \$0.01 per share	10/26/2007		J ⁽³⁾		10,000,000	A	(3)	10,000,000	I	By NL ⁽⁵⁾

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

1. Name and Address of Reporting Person* CONTRAN CORP (Last) (First) (Middle) 5430 LBJ FRWY SUITE 1700 (Street) DALLAS TX 75240 (City) (State) (Zip)		
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1. Name and Address of Reporting Person*

[VALHI INC /DE/](#)

(Last) (First) (Middle)

THREE LINCOLN CENTER
5430 LBJ FREEWAY SUITE 1700

(Street)

DALLAS TX 75240

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[DIXIE RICE AGRICULTURE CORP INC](#)

(Last) (First) (Middle)

600 PASQUIERE ST

(Street)

GUEYDAN LA 70542

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[SOUTHWEST LOUISIANA LAND CO INC](#)

(Last) (First) (Middle)

402 CANAL ST

(Street)

HOUMA LA 70360

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[NATIONAL CITY LINES INC](#)

(Last) (First) (Middle)

5430 LBJ FREEWAY
SUITE 1700

(Street)

DALLAS TX 75240

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[NL INDUSTRIES INC](#)

(Last) (First) (Middle)

5430 LBJ FREEWAY
SUITE 1700

(Street)

DALLAS TX 75240-2697

(City) (State) (Zip)

1. Name and Address of Reporting Person*		
NOA INC		
(Last)	(First)	(Middle)
5430 LBJ FREEWAY SUITE 1700		
(Street)		
DALLAS	TX	75240
(City) (State) (Zip)		

1. Name and Address of Reporting Person*		
VALHI GROUP INC		
(Last)	(First)	(Middle)
5430 LBJ FREEWAY SUITE 1700		
(Street)		
DALLAS	TX	75240
(City) (State) (Zip)		

1. Name and Address of Reporting Person*		
VALHI HOLDING CO		
(Last)	(First)	(Middle)
5430 LBJ FREEWAY SUITE 1700		
(Street)		
DALLAS	TX	75240
(City) (State) (Zip)		

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)		

Explanation of Responses:

- On October 26, 2007, the issuer purchased (the "Stock Purchase") from TIMET Finance Management Company ("TFMC") pursuant to a Stock Purchase Agreement dated October 16, 2007 483,600 shares of the issuer's class A common stock ("Class A Common Stock") for a purchase price of \$19.50 per share that was paid in the form of a promissory note in the original principal amount of \$9,430,200 payable by the issuer to TFMC (the "Stock Purchase Promissory Note"). Pursuant to Rule 16b-3 promulgated under the Securities Exchange Act of 1934, as amended, the issuer's board of directors exempted the sale and purchase in the Stock Purchase from Section 16(b).
- Formerly held by TFMC. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship of TFMC to the persons joining in this filing.
- On October 26, 2007, CompX Group, Inc. ("CGI") merged (the "Merger") with and into CompX KDL LLC, a wholly owned subsidiary of the issuer that survived the Merger ("CompX KDL"). Pursuant to the Merger, among other things, 2,586,820 shares of Class A Common Stock and 10.0 million shares of the issuer's class B common stock, par value \$0.01 per share (the "Class B Common Stock"), owned by CGI immediately prior to Merger were automatically canceled and the issuer issued to NL Industries, Inc., a former stockholder of CGI that is related to the issuer ("NL"), 374,000 new shares of CompX Class A Common Stock and 10,000,000 new shares of CompX Class B Common Stock. Pursuant to Rule 16b-3, the issuer's board of directors exempted the cancellation in the Merger of the shares of Class A and Class B Common Stock formerly held by CGI and the issuance in the Merger of the Class A and Class B Common Stock to NL.
- Formerly held by CGI. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship of CGI to the persons joining in this filing.
- Directly held by NL. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationships among the persons joining in this filing.

Remarks:

Mr. Harold C. Simmons and his spouse directly hold 66,900 and 20,000 shares, respectively, of the Class A Common Stock of the issuer. Mr. Simmons disclaims beneficial ownership of the shares of the issuer's common stock that his spouse owns. Exhibit Index Exhibit 99 - Additional Information

<u>A. Andrew R. Louis, Secretary, for Contran Corporation</u>	<u>10/30/2007</u>
<u>A. Andrew R. Louis, Secretary, for Valhi, Inc.</u>	<u>10/30/2007</u>
<u>A. Andrew R. Louis, Secretary, for Dixie Rice Agricultural Corporation, Inc.</u>	<u>10/30/2007</u>
<u>A. Andrew R. Louis, Secretary, for Southwest Louisiana Land Company, Inc.</u>	<u>10/30/2007</u>
<u>A. Andrew R. Louis, Secretary, for National City Lines, Inc.</u>	<u>10/30/2007</u>
<u>A. Andrew R. Louis, Secretary, for NL Industries, Inc.</u>	<u>10/30/2007</u>
<u>A. Andrew R. Louis, Secretary, for NOA, Inc.</u>	<u>10/30/2007</u>
<u>A. Andrew R. Louis, Secretary, for Valhi Group, Inc.</u>	<u>10/30/2007</u>
<u>A. Andrew R. Louis, Secretary, for Valhi Holding Company</u>	<u>10/30/2007</u>
<u>A. Andrew R. Louis, Attorney- in-fact, for Harold C. Simmons</u>	<u>10/30/2007</u>
** Signature of Reporting Person	Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

Additional Information
Exhibit 99 - Additional Information

NL Industries, Inc. ("NL"), Harold C. Simmons and his spouse, Annette C. Simmons, are the direct holders of 29.9%, 2.6% and 0.8% respectively, of the outstanding shares of class A common stock, par value \$0.01 per share (the "Class A Common Stock"), of the issuer.

NL directly holds 100%, or 10,000,000 shares, of the issuer's Class B Common Stock, par value \$0.01 per share (the "Class B Common Stock", and collectively with the Class A Common Stock, the "Common Stock"). The description of the relative rights of the Common Stock contained in the issuer's restated certificate of incorporation is hereby incorporated herein by reference to Exhibit 3.1 of the issuers Registration Statement on Form S-1 (File No. 333-42643). As a result of its ownership of all of the Class B Common Stock, NL currently holds approximately 85.9% of the combined voting power (98.3% for the election of directors) of all classes of voting stock of the issuer.

Valhi, Inc. ("Valhi") is the direct holder of 83.1% of the outstanding common stock of NL. Valhi Holding Company ("VHC"), the Harold Simmons Foundation, Inc. (the "Foundation"), the Contran Amended and Restated Deferred Compensation Trust (the "CDCT") and The Combined Master Retirement Trust (the "CMRT") are the direct holders of 92.4%, 0.9%, 0.4% and 0.1%, respectively, of the common stock of Valhi. Valhi Group, Inc. ("VGI"), National City Lines, Inc. ("National") and Contran Corporation ("Contran") are the direct holders of 87.4%, 10.3% and 2.3%, respectively, of the outstanding common stock of VHC. National, NOA, Inc. ("NOA") and Dixie Rice Agricultural Corporation, Inc. ("Dixie Rice") are the direct holders of approximately 73.3%, 11.4% and 15.3%, respectively, of the outstanding common stock of VGI. Contran and NOA are the direct holders of approximately 85.7% and 14.3%, respectively, of the outstanding common stock of National. Contran and Southwest Louisiana Land Company, Inc. ("Southwest") are the direct holders of approximately 49.9% and 50.1%, respectively, of the outstanding common stock of NOA. Contran is the direct holder of 100% of the outstanding common stock of Dixie Rice and Southwest.

Substantially all of Contran's outstanding voting stock is held by trusts established for the benefit of certain children and grandchildren of Harold C. Simmons (the "Trusts"), of which Mr. Simmons is the sole trustee, or is held by Mr. Simmons or persons or other entities related to Mr. Simmons. As sole trustee of the Trusts, Mr. Simmons has the power to vote and direct the disposition of the shares of Contran stock held by the Trusts. Mr. Simmons, however, disclaims beneficial ownership of any shares of Contran stock that the Trusts hold.

The Foundation directly holds approximately 0.9% of the outstanding shares of Valhi common stock. The Foundation is a tax-exempt foundation organized for charitable purposes. Harold C. Simmons is the chairman of the board of the Foundation.

The CDCT directly holds approximately 0.4% of the outstanding Valhi common stock. U.S. Bank National Association serves as the trustee of the CDCT. Contran established the CDCT as an irrevocable rabbi trust to assist Contran in meeting certain deferred compensation obligations that it owes to Harold C. Simmons. If the CDCT assets are insufficient to satisfy such obligations, Contran is obligated to satisfy the balance of such obligations as they come due. Pursuant to the terms of the CDCT, Contran (i) retains the power to vote the shares of Valhi common stock held directly by the CDCT, (ii) retains dispositive power over such shares and (iii) may be deemed the indirect beneficial owner of such shares.

The CMRT directly holds approximately 0.1% of the outstanding shares of Valhi common stock. Contran sponsors the CMRT, which permits the collective investment by master trusts that maintain the assets of certain employee benefit plans Contran and related companies adopt. Mr. Simmons is the sole trustee of the CMRT and a member of the trust investment committee for the CMRT. Mr. Simmons is a participant in one or more of the employee benefit plans that invest through the CMRT.

NL and a subsidiary of NL directly own 3,522,967 shares and 1,186,200 shares, respectively, of Valhi common stock. As already discussed, Valhi is the direct holder of approximately 83.1% of the outstanding common stock of NL. Pursuant to Delaware law, Valhi treats the shares of Valhi common stock that NL and the subsidiary of NL own as treasury stock for voting purposes and for the purposes of this statement such shares are not deemed outstanding.

Mr. Harold C. Simmons is chairman of the board of Valhi, VHC, VGI, National, NOA, Dixie Rice, Southwest and Contran and chairman of the board and chief executive officer of NL.

By virtue of the holding of the offices, the stock ownership and his service as trustee, all as described above, (a) Mr. Simmons may be deemed to control the entities described above and (b) Mr. Simmons and certain of such entities may be deemed to possess indirect beneficial ownership of the shares of Class A or Class B Common Stock that are directly held by NL. However, Mr. Simmons disclaims such beneficial ownership of the shares of Class A or Class B Common Stock beneficially owned directly by NL.

Harold C. Simmons' spouse is the direct owner of 20,000 shares of Class A Common Stock, 269,775 shares of NL common stock and 43,400 shares of Valhi common stock. Mr. Simmons may be deemed to share indirect beneficial ownership of such securities. Mr. Simmons disclaims beneficial ownership of all securities that his spouse holds directly.

Mr. Harold C. Simmons is the direct owner of 66,900 shares of Class A Common Stock, 555,300 shares of NL common stock and 3,383 shares of Valhi common stock.

The Annette Simmons Grandchildren's Trust (the "Grandchildren's Trust"), of which Harold C. Simmons and his spouse are trustees and the beneficiaries are the grandchildren of his spouse, is the direct holder of 36,500 shares of the common stock of Valhi. Mr. Simmons, as co-trustee of this trust, has the power to vote and direct the disposition of the shares of Valhi common stock the trust holds. Mr. Simmons disclaims beneficial ownership of any shares that this trust holds.

TIMET Finance Management Company ("TFMC") is the direct holder of 0.5% of the outstanding common stock of NL. Titanium Metals Corporation ("TIMET") is the direct holder of 100% of the outstanding common stock of TFMC. VHC, Annette C. Simmons, the CMRT, Harold C. Simmons, NL, Valhi, the Foundation, the CDCT and The Annette Simmons Grandchildren's Trust (the "Grandchildren's Trust") are the holders of approximately 30.9%, 11.6%, 9.5%, 3.2%, 0.9%, 0.5%, 0.2%, 0.1% and less than 0.1%, respectively, of the outstanding shares of TIMET common stock. The ownership of Ms. Simmons includes 20,824,200 shares of TIMET common stock that she has the right to acquire upon exercise of 1,561,815 shares of TIMET's 6 3/4% Series A Convertible Preferred Stock, par value \$0.01 per share (the "Series A Preferred Stock"), that she directly owns. The percentage ownership of TIMET common stock held by Ms. Simmons assumes the full conversion of only the shares of Series A Preferred Stock owned by her. The percentage ownership of TIMET common stock

owned by NL includes 0.3% of the outstanding shares of TIMET common stock that is owned by a subsidiary of NL.

Immediately prior to the Merger on October 26, 2007 of CompX Group, Inc. ("CGI") into CompX KDL LLC, NL and TFMC were the direct holders of 82.4% and 17.6%, respectively, of the outstanding common stock of C