

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-K/A
AMENDMENT NO. 1

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT
OF 1934 - For the fiscal year ended December 31, 2003
Commission file number 1-13905

COMPX INTERNATIONAL INC.
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization)	57-0981653 (IRS Employer Identification No.)
5430 LBJ Freeway, Suite 1700, Dallas, Texas (Address of principal executive offices)	75240 - 2697 (Zip Code)
Registrant's telephone number, including area code:	(972) 448-1400

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 (\$0.01 par value per share)	New York Stock Exchange

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

None.

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

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 is an accelerated filer (as defined in Rule 12b-2 of the Act). Yes No X

The aggregate market value of the 4.7 million shares of voting stock held by nonaffiliates of CompX International Inc. as of June 30, 2003 approximated \$26.1 million.

As of January 30, 2004, 5,124,780 shares of Class A common stock were outstanding.

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, 2003 as set forth below and in the pages attached hereto:

Item 15. EXHIBITS, FINANCIAL STATEMENT SCHEDULES, AND REPORTS ON FORM 8-K.

Item No.	Exhibit Index
31.1	Certification
31.2	Certification

99.1 Annual Report of the CompX Contributory Retirement Plan (Form 11-K)
for the year ended December 31, 2003.

SIGNATURE

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 25, 2004

By: /s/Darryl R. Halbert

Darryl R. Halbert
Vice President, Chief
Financial Officer and
Controller

CERTIFICATION

I, David A. Bowers, the Vice Chairman of the Board, President and Chief Executive Officer of CompX International Inc., certify that:

- 1) I have reviewed this annual report on Form 10-K/A (Amendment No. 1) of CompX International Inc.; and
- 2) Based on my knowledge, this annual report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this annual report.

Date: June 25, 2004

/s/ David A. Bowers

David A. Bowers
Vice Chairman of the Board, President
and Chief Executive Officer

CERTIFICATION

I, Darryl R. Halbert, the Vice President, Chief Financial Officer and Controller of CompX International Inc., certify that:

- 1) I have reviewed this annual report on Form 10-K/A (Amendment No. 1) of CompX International Inc.; and
- 2) Based on my knowledge, this annual report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this annual report.

Date: June 25, 2004

/s/ Darryl R. Halbert

Darryl R. Halbert
Vice President, Chief Financial Officer and Controller

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, 2003

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:

COMPX CONTRIBUTORY RETIREMENT PLAN
5430 LBJ Freeway, Suite 1700
Dallas, Texas 75240-2697

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

COMPX INTERNATIONAL INC.
5430 LBJ Freeway, Suite 1700
Dallas, Texas 75240-2697

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.

COMPX CONTRIBUTORY RETIREMENT PLAN

By: ADMINISTRATIVE COMMITTEE OF THE
COMPX CONTRIBUTORY RETIREMENT PLAN

By: /s/ Raymond S. Staton

Raymond S. Staton
Committee Member

June 25, 2004

COMPX CONTRIBUTORY RETIREMENT PLAN

FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULE

December 31, 2003

with

REPORT OF INDEPENDENT registered public
accounting firm

COMPX CONTRIBUTORY RETIREMENT PLAN

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Report of Independent Registered Public Accounting Firm

To the Administrative Committee of
CompX 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 CompX Contributory Retirement Plan (the "Plan") at December 31, 2002 and 2003, and the changes in net assets available for benefits for the year ended December 31, 2003 in conformity with accounting principles generally accepted in the United States of America. 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 the standards of the Public Company Accounting Oversight Board (United States). Those standards 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 our opinion.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental Schedule of Assets (Held

at End of Year) 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

Dallas, Texas
June 24, 2004

COMPX CONTRIBUTORY RETIREMENT PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2002 and 2003

	2002 ----	2003 ----
Assets:		
Investments at fair value	\$12,613,840	\$15,543,274
Contributions receivable - employer	536,559 -----	538,091 -----
Net assets available for benefits	\$13,150,399 =====	\$16,081,365 =====

COMPX CONTRIBUTORY RETIREMENT PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
Year ended December 31, 2003

Additions:	
Investment income:	
Net appreciation in fair value of investments	\$ 2,020,777
Interest and dividends	327,896 -----
	2,348,673
Contributions:	
Employer	538,814

Participants	1,268,072

	1,806,886
Total additions	4,155,559

Deductions:	
Benefits to participants	1,222,508
Administrative expenses	2,085

Total deductions	1,224,593

Net increase in net assets available for benefits	2,930,966
Net assets available for benefits:	
Beginning of year	13,150,399

End of year	\$16,081,365

COMPX CONTRIBUTORY RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

Note 1 - Description of Plan and significant accounting policies:

General. The following description of the CompX 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. and its U.S. subsidiaries (collectively, 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 90 days of eligible service 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 69%-owned subsidiary of Valhi, Inc. at December 31, 2003. Valhi is a 90%-owned subsidiary of Contran Corporation at December 31, 2003. 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, of which Mr. Simmons is sole trustee, or is held by Mr. Simmons or persons or other entities related to Mr. Simmons. Mr. Simmons, the Chairman of the Board 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 100% of their annual compensation as pre-tax contributions, not to exceed a deferral of \$12,000 in 2003 (subject to adjustment in future years), through payroll deductions. Participants who will be at least age 50 by the end of the Plan year may elect to make "catch-up" contributions, not to exceed an additional deferral of \$2,000 in 2003 (subject to adjustments 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 (excluding catch-up 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, 2002 and 2003, unallocated forfeited nonvested accounts were \$45,501 and \$73,250 respectively. No forfeitures were used to reduce employer contributions for the year ended December 31, 2003.

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.

Benefits are recorded when paid.

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 (not to exceed 25% of account balances). Below are the investment fund options available to participants at December 31, 2003:

Putnam Voyager Fund - Seeks capital appreciation. Invests primarily in common stocks.

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

Putnam International Capital Opportunities - Seeks long-term capital appreciation. Invests primarily in a diversified portfolio of stocks of small to midsize companies located outside of the United States.

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

PIMCO Total Return Fund - Seeks maximum current income and price appreciation. Invests in fixed-income securities from all major sectors of the bond market.

UAM ICM Small Company Portfolio Fund - Seeks maximum, long-term total return. Invests in common stocks of smaller to midsize companies.

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 - Growth Portfolio - Seeks capital appreciation. Invests in both stocks and bonds.

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

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

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

Putnam Equity Income Fund - Seeks to provide current income by investing primarily in a diversified portfolio of income producing equity securities.

Putnam International Equity Fund - Seeks capital appreciation. Invests in growth and value stocks outside of the United States.

Managers Special Equity Fund - Seeks capital appreciation through investment primarily in the equity securities of a diversified group of companies expected to have superior earnings and growth potential. The fund's investments will tend to be in the securities of companies having small to medium market capitalizations.

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

The above fund descriptions provide only general information. Participants

should refer to the Prospectus of each fund for a more complete description.

Each participant's account is credited with the participant's contribution and an allocation of the Employer's contribution and Plan earnings, and charged with an allocation of administrative expenses. Allocations are based on participant earnings, matching or account balances, as defined in the Plan.

In addition to the investment fund options, a "Loan Fund" is maintained to account for loans to participants, as permitted by the Plan. A participant is able to borrow from his/her fund account an amount ranging from a minimum of \$1,000 up to a maximum that is generally equal to the lesser of \$50,000 or 50% of his/her vested account balance. A loan is collateralized by the balance in the participant's account and bears interest at rates commensurate with local prevailing rates. For outstanding loans at December 31, 2003, the interest rates ranged from 5.00% to 10.5% and mature through 2017.

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 of America. Valuation of investments is more fully described in Note 2.

Management estimates. The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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.

Risks 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 2003 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 since it was notified of its exempt status by the Internal Revenue Service. Management believes the Plan currently is designed and operates in accordance with the applicable requirements of the Code and therefore remains exempt from federal income taxes under provisions of Section 501(a) of the Code. In February 2002, the Plan submitted the Plan's document to the Internal Revenue Service for approval.

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 CompX Master 401(k) Plan Trust (the "Trust"). The Trust invests in publicly-traded registered investment companies, pooled funds administered by Putnam Investments and CompX International Inc. class A common stock (see Note 1). The Plan's investments are stated at fair value based on quoted market prices and net appreciation for the year is reflected in the Plan's statement of changes in net assets available for plan benefits. The net appreciation 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,	
	2002	2003
	----	----
Putnam Stable Value Fund (pooled fund)	\$3,491,376	\$3,724,941
Putnam Voyager Fund (class Y shares)	2,138,814	2,611,650
PIMCO Total Return Fund	1,398,213	1,321,890
Putnam Vista Fund (class Y shares)	1,244,218	1,776,808
Putnam S&P 500 Index Fund (pooled fund)	859,583	1,183,846
Managers Special Equity Fund	--	881,869
UAM ICM Small Company Portfolio Fund	--	843,808
The George Putnam Fund of Boston (class Y shares)	743,085	--

COMPX CONTRIBUTORY RETIREMENT PLAN

SCHEDULE H, line 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)

December 31, 2003

	Fair value
*Putnam Stable Value Fund (Common/Collective Trust)	\$ 3,724,941
*Putnam Voyager Fund - Class Y	2,611,650
PIMCO Total Return Fund	1,321,890
*Putnam Vista Fund - Class Y	1,776,808
*Putnam S&P 500 Index Fund (Common/Collective Trust)	1,183,846
*The George Putnam Fund of Boston - Class Y	790,966
*Putnam International Equity Fund - Class Y	667,603
UAM ICM Small Company Portfolio Fund	843,808
*Putnam Equity Income Fund - Class Y	426,511
*Putnam Asset Allocation Fund - Conservative Portfolio - Class Y	155,009
*Putnam Asset Allocation Fund - Balanced Portfolio - Class Y	67,380
*Putnam Asset Allocation Fund - Growth Portfolio - Class Y	124,333
Managers Special Equity Fund	881,869
*Putnam International Capital Opportunities - Class Y	129,807
*CompX International Inc. Class A common stock	172,134
*Loans to participants (with interest rates from 5.00% to 10.5%), mature through 2017	664,719

	\$15,543,274

* Investment in a "Party-in-interest" entity, as defined by ERISA.

EXHIBIT A

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We hereby consent to the incorporation by reference in the Registration Statement on Form S-8 (File No. 333-56163) of CompX International Inc. of our report dated June 24, 2004, relating to the financial statements and supplementary schedule of the CompX Contributory Retirement Plan, which appears in this Form 11-K.

PricewaterhouseCoopers LLP

Dallas, Texas
June 25, 2004