

TITANIUM METALS CORP
Form 4
March 30, 2006

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 *
NIEMI ALBERT W JR

2. Issuer Name and Ticker or Trading Symbol
TITANIUM METALS CORP [TIE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
03/28/2006

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

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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			
Common Stock	03/28/2006		M	10,000 A \$ 1.93	32,000 ⁽¹⁾	D	
Common Stock	03/28/2006		S	400 D \$ 47.48	31,600	D	
Common Stock	03/28/2006		S	100 D \$ 47.45	31,500	D	
Common Stock	03/28/2006		S	100 D \$ 47.44	31,400	D	
common Stock	03/28/2006		S	400 D \$ 47.39	31,000	D	
	03/28/2006		S	100 D	30,900	D	

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Common Stock						\$ 47.26	
Common Stock	03/28/2006	S	1,300	D		\$ 47.23	29,600 D
Common Stock	03/28/2006	S	200	D		\$ 47.22	29,400 D
Common Stock	03/28/2006	S	400	D		\$ 47.2	29,000 D
Common Stock	03/28/2006	S	700	D		\$ 47.19	28,300 D
Common Stock	03/28/2006	S	100	D		\$ 47.18	28,200 D
Common Stock	03/28/2006	S	200	D		\$ 47.16	28,000 D
Common Stock	03/28/2006	S	2,500	D		\$ 47.15	25,500 D
Common Stock	03/28/2006	S	300	D		\$ 47.14	25,200 D
Common Stock	03/28/2006	S	700	D		\$ 47.1	24,500 D
Common Stock	03/28/2006	S	500	D		\$ 47.03	24,000 D
Common Stock	03/28/2006	S	2,000	D		\$ 47.02	22,000 D

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

Option to purchase common stock	\$ 1.93	03/28/2006	M	10,000 <u>(2)</u>	05/07/2003	05/07/2012	Common Stock	10,000 <u>(3)</u>
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NIEMI ALBERT W JR			X	

Signatures

/s/Albert W. Niemi, Jr.	03/29/2006
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<u> </u> Signature of Reporting Person	Date
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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) All numbers have been adjusted to give effect to the issuers 2-for-1 split effective February 16, 2006.
- (2) All numbers have been adjusted to give effect to the Isusers 2-for-1 stock split effective February 16,2006.
- (3) The conversion or exercise price of the derivative security was \$1.93 per share.

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.