SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): January 30, 1998

NL INDUSTRIES, INC. (Exact name of registrant as specified in charter)

New Jersey 1-640 13-5267260 (State or other (Commission File No.) (Employer ID No.) jurisdiction of incorporation)

16825 Northchase Dr., Suite 1200, Houston, Texas77060(Address of principal executive offices)(Zip Code)

Registrant's telephone number, including area code (281) 423-3300

Not Applicable (Former name or former address, if changed since last report)

Item 5. Other Events.

On January 30, 1998, the Registrant issued the press release attached hereto as Exhibit 99.1 and incorporated herein in its entirety by this reference.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(c) Exhibits

(i) Exhibit 99.1. Press Release dated January 30, 1998.

* * * * *

SIGNATURE

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

NL INDUSTRIES, INC. (Registrant)

/s/ Dennis G. Newkirk Dennis G. Newkirk Vice President & Controller

Dated: February 2, 1998

Dennis G. Newkirk (281) 423-3332

EXHIBIT 99.1

FOR IMMEDIATE RELEASE

NL COMPLETES SALE OF RHEOX FOR \$465 MILLION

HOUSTON, TEXAS -- January 30, 1998 -- NL Industries, Inc. (NYSE:NL) announced today that it has completed the previously announced sale of its Rheox specialty chemicals operations to Elementis plc for \$465 million in cash.

The Company stated that it intends to use the net proceeds of about \$400 million to invest in additional TiO2 capacity and to reduce outstanding indebtedness.

NL Industries, Inc. is a major international producer of titanium dioxide pigments.

The statements in this release relating to matters that are not historical facts are forward-looking statements that involve risks and uncertainties, including, but not limited to, future global economic and political conditions, global TiO2 production capacity and the amount and timing of capacity changes, competitive products and prices, and other risks and uncertainties detailed in the Company's Securities and Exchange Commission filings.

#