

| Securities To Be Sold | who is Acquiring the Securities | File Number | Sold (See instr. 3(c)) | Value (See instr. 3(d)) | Outstanding (See instr. 3(e)) | instr. 3(f) (MO.DAY.YR) | Exchange (See instr. 3(g)) |
|-----------------------|--|-------------|------------------------|-------------------------|-------------------------------|-------------------------------|----------------------------|
| Common Stock | First Southwest Company 325 N. St. Paul Suite 800 Dallas, Texas 75201 | | Up to 489,460 | \$23,870,964 | 48,946,049 | 03/02/05 and thereafter | NYSE |

INSTRUCTIONS:

1. (a) Name of issuer.
 (b) Issuer's IRS Identification Number.
 (c) Issuer's SEC file number, if any.
 (d) Issuer's address, including zip code.
 (e) Issuer's telephone number, including area code.
2. (a) Name of person for whose account the securities are to be sold.
 (b) Such person's IRS identification number, if such person is an entity.
 (c) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing).
 (d) Such person's address, including zip code.
3. (a) Title of the class of securities to be sold.
 (b) Name and address of each broker through whom the securities are intended to be sold.
 (c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount).
 (d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice.
 (e) Number of shares or other units of the class outstanding, or if debit securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer.
 (f) Approximate date on which the securities are to be sold
 (g) Name of each securities exchange, if any, on which the securities are intended to be sold.

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 control number.

TABLE I - SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

| Title of the Class | Date You Acquired | Nature of Acquisition Transaction | Name of Person from Whom Acquired (If gift, also give date donor acquired) | Amount of Securities Acquired | Date of Payment | Nature of Payment |
|--------------------|-------------------|---------------------------------------|--|--------------------------------------|-----------------|-------------------|
| Common Stock | 10/16/89 | Initial capitalization of the issuer. | Issuer. | 100% of the outstanding common stock | 10/16/89 | Cash |

INSTRUCTIONS:

If the securities were purchased and full payment therefore was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II - SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Amount of Gross

| Name and Address of Seller | Title of Securities Sold | Date of Sale | Securities | Proceeds |
|--|--------------------------|--------------------------------|------------|----------------|
| NL Industries, Inc. Three Lincoln Centre 5430 LBJ Freeway, Suite 1700 Dallas, Texas 75240 | Common Stock | 12/2/04 through 01/11/05 | 489,460(1) | \$17.8 million |

(1) Seller currently intends to sell on or after March 2, 2005 such number of shares up to 489,460 that become available for Seller to sell under Rule 144(e) promulgated by the U.S. Securities and Exchange Commission under the Securities Act of 1933, as amended.

REMARKS:

INSTRUCTIONS:

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION:

The person for whose account the securities to which this notice relates are to sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which have not been publicly disclosed.

March 2, 2005

(DATE OF NOTICE)

NL Industries, Inc.
By: /s/ Robert D. Graham, Vice President

(SIGNATURE)

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed.

Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001).