

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): May 31, 1994

NL INDUSTRIES, INC.

(Exact name of registrant as specified in charter)

New Jersey (State or other jurisdiction of incorporation)	1-640 (Commission File Number)	13-5267260 (IRS Employer Identification No.)
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3000 N. Sam Houston Parkway East, Houston, Texas (Address of principal executive offices)	77032 (Zip Code)
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Registrant's telephone number, including area code (713) 987-5000

Not Applicable

(Former name or former address, if changed since last report)

ITEM 5. OTHER EVENTS.

On May 31, 1994, 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 May 31, 1994.

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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

Dated: June 3, 1994

EXHIBIT INDEX

Exhibit

Exhibit 99.1 Press Release Issued on
 May 31, 1994

FOR IMMEDIATE RELEASE

NL ANNOUNCES RECEIPT OF TENTATIVE TAX REFUND

HOUSTON, TEXAS -- May 31, 1994 -- NL Industries, Inc. (NYSE:NL) announced that its wholly-owned subsidiary, Kronos International, Inc., has received from the German tax authorities approximately DM 170 million (\$103 million), including interest, as a partial payment on a tentative basis, of the Company's claims for income tax refunds. The Company expects to apply substantially all of the refund to reduce the outstanding amount of its DM revolving credit facility. As a result of this reduction in its outstanding indebtedness, the Company's annual interest costs should be reduced by approximately DM 10 million (\$6 million) at current interest rates.

As previously reported, certain of the Company's German income tax returns in Germany are being examined. In April 1994, the German tax authorities withdrew certain tax claims and agreed to remit the Company's claims for refunds while the examination of its returns continues, and in return the Company granted a lien on certain German assets. The timing and amount of future assessments proposing additional tax deficiencies remain uncertain while the examination continues. Other than a reduction in the Company's interest expense, receipt of this tentative refund should not have a significant effect on income and the Company believes that it has adequately provided accruals for additional income taxes and related interest expense which may ultimately result from the examination of its German tax returns.

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

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