

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

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

Date of Report: August 8, 2003

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

New Jersey
(State or other
jurisdiction of
incorporation)

1-640
(Commission
File Number)

13-5267260
(IRS Employer
Identification
No.)

5430 LBJ Freeway, Suite 1700, Dallas, TX
(Address of principal executive offices)

75240-2697
(Zip Code)

(972) 233-1700
(Registrant's telephone number, including area code)

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

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

(c) Exhibit

Item No. Exhibit Index

99.1 Press release dated August 8, 2003 issued by NL Industries, Inc.

Item 9: Regulation FD Disclosure

The registrant hereby furnishes the information set forth in the press release issued on August 8, 2003, a copy of which is attached hereto as Exhibit 99.1 and incorporated herein by reference.

The information, including the exhibit, the registrant furnishes in this report is not deemed "filed" for purposes of section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. Registration statements or other documents filed with the Securities and Exchange Commission shall not incorporate this information by reference, except as otherwise expressly stated in such filing.

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 hereunto duly authorized.

NL INDUSTRIES, INC.

(Registrant)

By: /s/ Robert D. Graham

Robert D. Graham

Vice President, General Counsel and Secretary

Date: August 8, 2003

INDEX TO EXHIBITS

| Exhibit No. | Description |
|-------------|--|
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NL Industries, Inc.
Three Lincoln Centre
5430 LBJ Freeway, Suite 1700
Dallas, Texas 75240

Contact: Gregory M. Swalwell
Vice President, Finance
(972) 233-1700

News Release

FOR IMMEDIATE RELEASE

NL Industries, Inc. Announces Recapitalization of Kronos, Inc. and
Filing of Registration Statement for the
Distribution of Kronos, Inc. Common Stock to its Shareholders

DALLAS, TEXAS - August 8, 2003 - NL Industries, Inc. (NYSE: NL) today announced that its Board of Directors has approved a plan to distribute to its shareholders one share of common stock of Kronos, Inc., its wholly-owned subsidiary, for every two shares of NL common stock outstanding. Approximately 23.85 million shares of Kronos' common stock will be distributed representing approximately 48.9% of the common stock of Kronos. The plan will also involve a recapitalization of Kronos through the distribution of a \$200 million promissory note payable by Kronos to NL. Kronos has filed a Form 10 registration statement with the Securities and Exchange Commission relating to the distribution of its common stock. Kronos intends to apply for listing of its common stock on the New York Stock Exchange. NL currently expects the distribution will occur in the fourth quarter of 2003.

Kronos is the world's fifth largest producer of titanium dioxide pigments, or TiO₂, with an estimated 12% share of worldwide TiO₂ sales volume in 2002. Approximately one-half of Kronos' 2002 sales volume was in Europe, where Kronos is the second largest producer of TiO₂. TiO₂ is a pigment used to whiten, brighten and add opacity to thousands of commonly used products, such as paints, plastics and paper, as well as fibers, rubbers, ceramics, inks and cosmetics.

The statements in this release relating to matters that are not historical facts are forward-looking statements that represent management's beliefs and assumptions based on currently available information. Forward-looking statements can be identified by the use of words such as "believes," "intends," "may," "will," "should," "could," "anticipates," "expects," or comparable terminology or by discussions of strategy or trends. Although NL believes that the expectations reflected in such forward-looking statements are reasonable, it cannot give any assurances that these expectations will prove to be correct. Such statements by their nature involve risks and uncertainties, including, but not limited to, the cyclical nature of the titanium dioxide industry, global economic and political conditions, changes in global productive capacity, changes in customer inventory levels, changes in product pricing, changes in product costing, changes in foreign currency exchange rates, competitive technology positions, operating interruptions (including, but not limited to, labor disputes, leaks, fires, explosions, unscheduled downtime, transportation interruptions, war and terrorist activities), the ultimate resolution of pending or possible future lead pigment litigation and legislative developments related to the lead paint litigation, the outcome of other litigation, and other risks and uncertainties detailed in the NL's Securities and Exchange Commission filings. Should one or more of these risks materialize (or the consequences of such a development worsen), or should the underlying assumptions prove incorrect, actual results could differ materially from those forecasted or expected. NL disclaims any intention or obligation to update publicly or revise such statements, whether as a result of new information, future events or otherwise.