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): June 18, 1998

NL INDUSTRIES, INC.

(Exact name of registrant as specified in charter)

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 June 18, 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 June 18, 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: June 19, 1998

EXHIBIT 99.1

FOR IMMEDIATE RELEASE

NL Industries Announces Completion of Tender Offers for Notes

HOUSTON, TEXAS - June 18, 1998- NL Industries, Inc. (NYSE: NL) announced today the results of its offers to purchase on a pro rata basis up to \$181.6 million aggregate principal amount of its outstanding 11-3/4% Senior Secured Notes due 2003 (Senior Notes) and accreted value of its outstanding 13% Senior Secured Discount Notes due 2005 (Discount Notes), for a cash purchase price equal to (i) in the case of the Senior Notes, 100% of the principal amount thereof, plus accrued and unpaid interest, if any, to the Purchase Date, and (ii) in the case of the Discount Notes, 100% of the accreted value thereof as of the Purchase Date. The offers expired at 5:00 p.m. (New York City time) on June 17, 1998, and were not extended.

Based on final reports provided by each of The Chase Manhattan Bank, N.A., as depositary for the Senior Notes, and State Street Bank & Trust Company, as depositary for the Discount Notes, bondholders had tendered and not withdrawn (i) \$6.0 million principal amount of Senior Notes, and (ii) \$1 million face amount (\$1 million accreted value as of the Purchase Date) of Discount Notes, all of which the Company accepted for purchase.

Following the Company's purchase of the Notes, approximately \$244.0 million principal amount of the Senior Notes and \$175.2 million face amount of the Discount Notes remain outstanding.

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

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