

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1
TO
FORM S-8
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

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

New Jersey
(State or other jurisdiction
of incorporation or
organization)

13-5267260
(I.R.S. Employer
Identification No.)

Three Lincoln Centre
5430 LBJ Freeway, Suite 1700
Dallas, Texas
(Address of principal
executive offices)

75240-2697
(Zip Code)

NL INDUSTRIES, INC. 1992 NON-EMPLOYEE DIRECTOR STOCK OPTION PLAN
(Full title of the plan)

A. Andrew R. Louis, Esq.
Three Lincoln Centre
5430 LBJ Freeway, Suite 1700
Dallas, Texas 75240-2697
(972) 233-1700
(Name, address and telephone
number
including area code of agent for service)

DEREGISTRATION

There are no outstanding stock options or other rights issued under the NL Industries, Inc. 1992 Non-Employee Director Stock Option Plan (the "Plan") and the Plan has terminated according to its terms. Accordingly, the registrant hereby deregisters any and all shares of the registrant's common stock, par value \$0.125 per share, registered pursuant to this registration statement that will never be issued or sold under the Plan.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Dallas, Texas on October 19, 2006.

NL INDUSTRIES, INC.

By: /s/ Gregory M. Swalwell

Gregory M. Swalwell
Vice President, Finance and
Chief Financial Officer

Pursuant to the requirements of the Securities Act, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated:

Signature -----	Title -----	Date -----
/s/ Harold C. Simmons ----- Harold C. Simmons	Chairman of the Board and Chief Executive Officer (Principal Executive Officer)	October 19, 2006
/s/ Gregory M. Swalwell ----- Gregory M. Swalwell	Vice President, Finance and Chief Financial Officer (Principal Financial Officer)	October 19, 2006
/s/ Tim C. Hafer ----- Tim C. Hafer	Vice President and Controller (Principal Accounting Officer)	October 19, 2006
/s/ Glenn R. Simmons ----- Glenn R. Simmons	Director	October 19, 2006
/s/Cecil H. Moore, Jr. ----- Cecil H. Moore, Jr.	Director	October 19, 2006
/s/ Thomas P. Stafford ----- Thomas P. Stafford	Director	October 19, 2006
/s/ Steven L. Watson ----- Steven L. Watson	Director	October 19, 2006

/s/ Terry N. Worrell

Terry N. Worrell

Director

October 19, 2006