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COMPX INTERNATIONAL INC

Form S-8 POS

July 19, 2006

Microsoft Word 11.0.6359;

As filed with the Securities and Exchange Commission on July 19, 2006

Registration No. 333-74821

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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

COMPX INTERNATIONAL INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation or
organization)

57-0981653
(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)

COMPX CONTRIBUTORY RETIREMENT PLAN

(As successor by merger to The 401(k) Plan of the Fort Lock
Corporation)
(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)

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DEREGISTRATION

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On December 31, 2000, The 401(k) Plan of the Fort Lock Corporation merged into the CompX Contributory Retirement Plan (formerly known as the National Cabinet Lock, Inc. Contributory Retirement Plan), with the CompX Contributory Retirement Plan surviving the merger. On December 31, 2005 the CompX Contributory Retirement Plan merged into another retirement plan, with the other plan surviving the merger. The surviving plan of the December 31, 2005 merger no longer offered to participants the option to purchase or sell shares of class A common stock, par value \$0.01 per share ("Class A Common Stock"), of the registrant. Any shares of Class A Common Stock held by a participant of the plan were sold prior to December 31, 2005. Accordingly, the registrant hereby deregisters all unsold shares of the 500,000 shares of Class A Common Stock initially registered under this registration statement.

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 registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Dallas, Texas, on July 19, 2006:

COMPX INTERNATIONAL INC.

By: /s/ A. Andrew R. Louis

A. Andrew R.
Louis Secretary

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

* Chairman of the Board July 19, 2006

Glenn R. Simmons

* Vice Chairman of the Board, President and July 19, 2006

David A. Bowers Chief Executive Officer (Principal Executive Officer)

/s/ Darryl R. Halbert Vice President, Chief July 19, 2006

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Darryl R. Halbert
Financial Officer and
Controller (Principal
Financial and
Accounting Officer)

Signature Title Date

*

Paul M. Bass, Jr. Director July 19, 2006

*

Edward J. Hardin Director July 19, 2006

*

Ann Manix Director July 19, 2006

*By: /s/ A. Andrew R. Louis

A. Andrew R. Louis
Attorney-in-Fact

Pursuant to the requirements of the Securities Act, the plan committee of The CompX Contributory Retirement Plan has duly caused this registration statement to be signed on its behalf by the undersigned thereunto duly authorized, in the city of Dallas, state of Texas, on July 19, 2006.

The CompX Contributory
Retirement Plan

By: CompX International Inc.
as the sponsor of The
CompX Contributory
Retirement Plan

/s/ Darryl R. Halbert

Darryl R. Halbert Vice
President, Chief
Financial Officer and
Controller