

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 11, 2004

LSB INDUSTRIES, INC.

(Exact name of registrant as specified in its charter)

Delaware  
(State or other  
jurisdiction of  
incorporation)

1-7677  
(Commission File  
Number)

73-1015226  
(IRS Employer  
Identification No.)

16 South Pennsylvania Avenue, Oklahoma City, Oklahoma  
(Address of principal executive offices)

73107  
(Zip Code)

Registrant's telephone number, including area code: (405) 235-4546

Not applicable  
(Former name or former address, if changed since last report)

Item 5. Other Events and Regulation FD Disclosure.

On May 11, 2004, LSB Industries, Inc. (the "Company") issued a press release announcing that its subsidiary, ThermaClime, Inc., intends to offer up to \$90 million of Senior Secured Notes due 2014 in an unregistered offering pursuant to Rule 144A under the Securities Act of 1933, as amended (the "Securities Act"). A copy of the Company's press release issued on May 11, 2004 pursuant to Rule 135c of the Securities Act is attached as Exhibit 99.1 hereto and is incorporated herein by reference.

Item 7. Financial Statements and Exhibits.

(c) Exhibits

99.1 Press Release announcing subsidiary of LSB Industries, Inc. private offering of Senior Secured Notes.

**SIGNATURES**

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.

Dated: May 13, 2004.

LSB INDUSTRIES, INC.

By: /s/ Tony M. Shelby  
Tony M. Shelby,  
Senior Vice President and  
(Chief Financial Officer)

COMPANY CONTACT: Tony M. Shelby  
Chief Financial Officer  
(405) 235-4546

KCSA CONTACT: Leslie A. Schupak/Joe Mansi  
(212) 682-6300, ext. 205/207

May 11, 2004

AMEX:LXU

**LSB INDUSTRIES, INC. ANNOUNCES \$90,000,000 OFFERING OF  
SENIOR SECURED NOTES BY SUBSIDIARY**

Oklahoma City, Oklahoma . . . . May 11, 2004 . . . . LSB Industries, Inc. (AMEX: "LXU") announced today its wholly owned subsidiary, ThermaClime, Inc., proposes to offer up to \$90,000,000 of senior secured notes due 2014 (the "Notes") in a Rule 144A private placement transaction. ThermaClime's principal business activities consist of the manufacture and sale of Climate Control products and Chemical products. If the offering is completed, net proceeds will be used to repay a substantial amount of the issuer's indebtedness.

The Notes have not been registered under the Securities Act of 1933, as amended (the "Act") and may not be offered or sold in the United States absent registration or pursuant to an applicable exemption from the registration requirements of the Act. The Notes will be offered and sold only to qualified institutional buyers in reliance on Rule 144A of the Act, a limited number of other institutional accredited investors and certain persons in offshore transactions in reliance on Regulation S under the Act. This press release does not constitute an offer to sell or the solicitation of an offer to buy the proposed Notes.

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