KRONOS WORLDWIDE INC

Form 5

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March 30, 2015

OMB APPROVAL FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer Simmons Annette C Symbol KRONOS WORLDWIDE INC (Check all applicable) [KRO] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) Director _X__ 10% Owner Officer (give title Other (specify (Month/Day/Year) below) below) 08/29/2014 5430 LBJ FREEWAY, SUITE 1700 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) DALLAS, TXÂ 75240 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of Transaction Indirect Security (Month/Day/Year) Execution Date, if (A) or Disposed of (D) Securities Ownership (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned at end Direct (D) Ownership or Indirect of Issuer's (Instr. 4) (A) Fiscal Year (I) or (Instr. 3 and 4) (Instr. 4) Price Amount (D) Common Stock, par Â Â value 08/29/2014 J(1)201.974 A \$ (1) 1,571,716 $D^{(2)}$ \$0.01 per share Common Stock, par By Valhi Â Â Â Â Â value 57,990,042 (3) \$0.01 per

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Common Stock, par value \$0.01 per share	Â	Â	Â	Â	Â	Â	35,219,270	I	By NL (4)
Common Stock, par value \$0.01 per share	Â	Â	Â	Â	Â	Â	137,672	I	By Contran

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 2270 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exerc Expiration Da (Month/Day/	ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships					
--	Director	10% Owner	Officer	Other		
Simmons Annette C 5430 LBJ FREEWAY, SUITE 1700 DALLAS, TX 75240	Â	ÂX	Â	Â		

Signatures

A. Andrew R. Louis, Attorney-in-fact, for Annette C. Simmons 03/30/2015

**Signature of Reporting Person

Date

Reporting Owners 2

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Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- On August 29, 2014, Annette C. Simmons, the independent executor of the estate of Harold C.Simmons and the sole beneficiary of Mr.

 Simmons's individual retirement account ("IRA") upon his death, transferred the 201,974 shares of the issuer's common stock held in his IRA to her IRA. As the independent executor of such estate and the sole beneficiary of such IRA, Ms. simmons had already beneficially
- owned such shares as of the date of such transfer.

 Consists of 581, 866 shares directly held by the estate of Harold C.Simmons of which Annette C.Simmons is the independent executor
- (2) and designated legatee of these shares and 989,850 shares she holds directly (which includes 201,974 shares transferred from Mr. Simmons's IRA to her IRA on August 29, 2014).
- (3) Directly held by Valhi, Inc. See the Additional Information filed as Exhibit 99.1 to this statement for a description of the relationship of additional persons who may be deemed to beneficially own these shares.
- (4) Directly held by NL Industries, Inc. See the Additional Information filed as Exhibit 99.1 to this statement for a description of the relationship of additional persons who may be deemed to beneficially own these shares.
- (5) Directly held by Contran Corporation. See the Additional Information filed as Exhibit 99.1 to this statement for a description of the relationship of additional persons who may be deemed to beneficially own these shares.

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Remarks:

Exhibit Index

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.