

SIMMONS HAROLD C  
Form 4  
December 22, 2005

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
CONTRAN CORP

2. Issuer Name and Ticker or Trading Symbol  
KRONOS WORLDWIDE INC  
[KRO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
5430 LBJ FRWY, SUITE 1700

3. Date of Earliest Transaction (Month/Day/Year)  
12/20/2005

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
 10% Owner  
\_\_\_\_ Other (specify below)

(Street)  
DALLAS, TX 75240

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_\_\_\_ 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 Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock \$0.01 par value	12/20/2005		J <sup>(1)</sup>	200 A \$ 28.9	28,011,953	I	by Valhi <sup>(2)</sup>
Common Stock \$0.01 par value	12/20/2005		J <sup>(1)</sup>	200 A \$ 29	28,012,153	I	by Valhi <sup>(2)</sup>
Common Stock \$0.01 par value	12/20/2005		J <sup>(1)</sup>	800 A \$ 29.08	28,012,953	I	by Valhi <sup>(2)</sup>

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Common Stock \$0.01 par value	12/20/2005	<u>J<sup>(1)</sup></u>	1,200	A	\$ 29.13	28,014,153	I	by Valhi <u>(2)</u>
Common Stock \$0.01 par value	12/20/2005	<u>J<sup>(1)</sup></u>	500	A	\$ 29.15	28,014,653	I	by Valhi <u>(2)</u>
Common Stock \$0.01 par value	12/20/2005	<u>J<sup>(1)</sup></u>	1,000	A	\$ 29.25	28,015,653	I	by Valhi <u>(2)</u>
Common Stock \$0.01 par value	12/20/2005	<u>J<sup>(1)</sup></u>	1,000	A	\$ 29.32	28,016,653	I	by Valhi <u>(2)</u>
Common Stock \$0.01 par value	12/20/2005	<u>J<sup>(1)</sup></u>	1,100	A	\$ 29.42	28,017,753	I	by Valhi <u>(2)</u>
Common Stock \$0.01 par value	12/20/2005	<u>J<sup>(1)</sup></u>	1,100	A	\$ 29.5	28,018,853	I	by Valhi <u>(2)</u>
Common Stock \$0.01 par value	12/20/2005	<u>J<sup>(1)</sup></u>	900	A	\$ 29.65	28,019,753	I	by Valhi <u>(2)</u>
Common Stock \$0.01 par value	12/20/2005	<u>J<sup>(1)</sup></u>	1,300	A	\$ 29.75	28,021,053	I	by Valhi <u>(2)</u>
Common Stock \$0.01 par value	12/21/2005	<u>J<sup>(1)</sup></u>	900	A	\$ 30	28,021,953	I	by Valhi <u>(2)</u>
Common Stock \$0.01 par value						17,516,132	I	by NL <u>(3)</u>
Common Stock \$0.01 par value						5,203	I	by TFMC <u>(4)</u>

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**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 Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CONTRAN CORP 5430 LBJ FRWY SUITE 1700 DALLAS, TX 75240		X		
VALHI INC /DE/ THREE LINCOLN CENTER 5430 LBJ FREEWAY SUITE 1700 DALLAS, TX 75240		X		
NATIONAL CITY LINES INC 5430 LBJ FREEWAY SUITE 1700 DALLAS, TX 75240		X		
DIXIE RICE AGRICULTURE CORP INC 600 PASQUIERE ST GUEYDAN, LA 70542		X		
SOUTHWEST LOUISIANA LAND CO INC 402 CANAL ST HOUMA, LA 70360		X		

TITANIUM METALS CORP  
 TITANIUM METALS CORP  
 1999 BROADWAY SUITE 4300  
 DENVER, CO 80202

VALHI GROUP INC  
 5430 LBJ FREEWAY  
 SUITE 1700 X  
 DALLAS, TX 75240

NL INDUSTRIES INC  
 5430 LBJ FREEWAY  
 SUITE 1700 X  
 DALLAS, TX 75240-2697

TIMET FINANCE MANAGEMENT CO  
 913 N MARKET ST  
 SUITE 217 X  
 WILMINGTON, DE 19801

SIMMONS HAROLD C  
 THREE LINCOLN CENTRE X X Chairman of the Board & CEO  
 5430 LBJ FREEWAY STE 1700  
 DALLAS, TX 75240-2697

## Signatures

A. Andrew R. Louis, Secretary, for Contran Corporation	12/22/2005
__Signature of Reporting Person	Date
A. Andrew R. Louis, Secretary, for Valhi, Inc.	12/22/2005
__Signature of Reporting Person	Date
A. Andrew R. Louis, Secretary, for National City Lines, Inc.	12/22/2005
__Signature of Reporting Person	Date
A. Andrew R. Louis, Secretary, for Dixie Rice Agricultural Corporation, Inc.	12/22/2005
__Signature of Reporting Person	Date
A. Andrew R. Louis, Secretary, for Southwest Louisiana Land Company, Inc.	12/22/2005
__Signature of Reporting Person	Date
A. Andrew R. Louis, Assistant Secretary, for Titanium Metals Corporation	12/22/2005
__Signature of Reporting Person	Date
A. Andrew R. Louis, Secretary, for Valhi Group, Inc.	12/22/2005
__Signature of Reporting Person	Date
A. Andrew R. Louis, Assistant Secretary, for NL Industries, Inc.	12/22/2005
__Signature of Reporting Person	Date
Gregory M. Swalwell, Vice President, for TIMET Finance Management Company	12/22/2005
__Signature of Reporting Person	Date

A. Andrew R. Louis, Attorney-in-fact, for Harold C. Simmons

12/22/2005

\_\_\_\_Signature of Reporting Person

Date

## 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).
- (1) Open market purchase by Valhi, Inc. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationships among the persons joining in this filing.
- (2) Directly held by Valhi, Inc. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationships among the persons joining in this filing.
- (3) Directly held by NL Industries, Inc. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationships among the persons joining in this filing.
- (4) Directly held by TIMET Finance Management Company. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationships among the persons joining in this filing.

### Remarks:

Mr. Harold C. Simmons and his spouse directly hold 4,755 and 36,356 shares, respectively, of the common stock of the issuer. Mr. Simmons disclaims beneficial ownership of the shares of the issuer's common stock that his spouse owns.

This form is also filed on behalf of Dixie Holding Company, 5430 LBJ Freeway, Suite 1700, Dallas, TX 75240 By: /s/ A. Andrew R. Louis, Secretary (executed 12/22/2005), NOA, Inc., 5430 LBJ Freeway, Suite 1700, Dallas, TX 75240 By: /s/ A. Andrew R. Louis, Secretary (executed 12/22/2005) and Tremont LLC, 5430 LBJ Freeway, Suite 1700, Dallas, TX 75240 By: /s/ A. Andrew R. Louis, Secretary (executed 12/22/2005).

### Exhibit Index

#### Exhibit 99 - Additional Information

Note: File three copies of this Form, one of which must be manually signed. If space 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.