

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Estimated average burden  
hours per response: 0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>CONTRAN CORP</u>  (Last) (First) (Middle) <u>5430 LBJ FREEWAY, SUITE 1700</u>  (Street) <u>DALLAS TX 75240</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>KRONOS WORLDWIDE INC [ KRO ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/23/2009</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock \$0.01 par value	02/23/2009		J <sup>(1)</sup>		5,000	A	\$11	17,600,635	I	by NL <sup>(2)</sup>
Common Stock \$0.01 par value	02/24/2009		J <sup>(1)</sup>		1,000	A	\$9.65	17,601,635	I	by NL <sup>(2)</sup>
Common Stock \$0.01 par value	02/25/2009		J <sup>(1)</sup>		2,000	A	\$9.9	17,603,635	I	by NL <sup>(2)</sup>
Common Stock \$0.01 par value	02/25/2009		J <sup>(1)</sup>		2,000	A	\$9.75	17,605,635	I	by NL <sup>(2)</sup>
Common Stock \$0.01 par value								28,995,021	I	by Valhi <sup>(3)</sup>
Common Stock \$0.01 par value								5,203	I	by TFMC <sup>(4)</sup>

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

1. Name and Address of Reporting Person* <u>CONTRAN CORP</u>  (Last) (First) (Middle) <u>5430 LBJ FREEWAY, SUITE 1700</u>  (Street) <u>DALLAS TX 75240</u>  (City) (State) (Zip)		
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1. Name and Address of Reporting Person \*

[VALHI INC /DE/](#)

(Last) (First) (Middle)  
[5430 LBJ FREEWAY, SUITE 1700](#)

(Street)  
[DALLAS TX 75240](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[VALHI HOLDING CO](#)

(Last) (First) (Middle)  
[5430 LBJ FREEWAY, SUITE 1700](#)

(Street)  
[DALLAS TX 75240](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[DIXIE RICE AGRICULTURE CORP INC](#)

(Last) (First) (Middle)  
[5430 LBJ FREEWAY, SUITE 1700](#)

(Street)  
[DALLAS TX 75240](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[TITANIUM METALS CORP](#)

(Last) (First) (Middle)  
[5430 LBJ FREEWAY, SUITE 1700](#)

(Street)  
[DALLAS TX 75240](#)

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[TIMET FINANCE MANAGEMENT CO](#)

(Last) (First) (Middle)  
[5430 LBJ FREEWAY, SUITE 1700](#)

(Street)  
[DALLAS TX 75240](#)

(City) (State) (Zip)

## 1. Name and Address of Reporting Person\*

[NL INDUSTRIES INC](#)

(Last) (First) (Middle)

5430 LBJ FREEWAY, SUITE 1700

(Street)

DALLAS TX 75240

(City) (State) (Zip)

## 1. Name and Address of Reporting Person\*

[SIMMONS HAROLD C](#)

(Last) (First) (Middle)

5430 LBJ FREEWAY, SUITE 1700

(Street)

DALLAS TX 75240

(City) (State) (Zip)

**Explanation of Responses:**

1. Open market purchase 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.
2. 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.
3. 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.
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 196,267 and 49,856 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. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationships of Mr. Simmons to the other persons joining in this filing.

Exhibit Index: Exhibit 99 - Additional Information

[A. Andrew R. Louis, Secretary,](#) [02/25/2009](#)  
[for Contran Corporation](#)

[A. Andrew R. Louis, Secretary,](#) [02/25/2009](#)  
[for Valhi, Inc.](#)

[A. Andrew R. Louis, Secretary,](#) [02/25/2009](#)  
[for Valhi Holding Company](#)

[A. Andrew R. Louis, Secretary,](#) [02/25/2009](#)  
[for Dixie Rice Agricultural](#)  
[Corporation, Inc.](#)

[A. Andrew R. Louis, Assistant](#)  
[Secretary, for Titanium Metals](#) [02/25/2009](#)  
[Corporation](#)

[Gregory M. Swalwell, Vice](#)  
[President, for TIMET Finance](#) [02/25/2009](#)  
[Management Company](#)

[A. Andrew R. Louis, Secretary,](#) [02/25/2009](#)  
[for NL Industries, Inc.](#)

[A. Andrew R. Louis, Attorney-](#) [02/25/2009](#)  
[in-fact, for Harold C. Simmons](#)

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**

