

TRONOX INC

Form 3

January 11, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Foster Michael J.

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

01/11/2008

3. Issuer Name **and** Ticker or Trading Symbol
TRONOX INC [TRX]

4. Relationship of Reporting
Person(s) to Issuer

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

PO BOX 268859

(Street)

(Check all applicable)

____ Director ____ 10% Owner

____ Officer ____ Other

(give title below) (specify below)

VP,General Counsel & Secretary

6. Individual or Joint/Group

Filing(Check Applicable Line)

X Form filed by One Reporting

Person

____ Form filed by More than One
Reporting Person

OKLAHOMA

CITY,Â OKÂ 73126

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock - Class A

3,390

D

Â

Common Stock - Class B

123

D

Â

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

SEC 1473 (7-02)

**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.**

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative

5. Ownership
Form of
Derivative
Security:

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Option (Right to Buy)	Â (1)	01/13/2014	Common Stock - Class A	2,364	\$ 8.68	D	Â
Option (Right to Buy)	Â (2)	01/11/2015	Common Stock - Class A	4,369	\$ 9.9305	D	Â
Option (Right to Buy)	Â (3)	11/22/2015	Common Stock - Class A	500	\$ 14	D	Â
Option (Right to Buy)	Â (4)	01/11/2017	Common Stock - Class A	1,200	\$ 15.185	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Foster Michael J. PO BOX 268859 OKLAHOMA CITY,Â OKÂ 73126	Â	Â	Â VP,General Counsel & Secretary	Â

Signatures

Michael J.
Foster

01/11/2008

__Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) These options will vest one-third each year on January 13 beginning in 2005.
- (2) These options will vest one-third each year on January 11 beginning in 2006.
- (3) These options will vest one-third each year on November 22 beginning in 2006.
- (4) These options will vest one-third each year on January 11 beginning in 2008.

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

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