

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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 15, 2019**

**KRONOS WORLDWIDE, INC.**  
(Exact Name of Registrant as Specified in Charter)

Delaware  
(State or Other Jurisdiction  
of Incorporation)

1-31763  
(Commission  
File Number)

76-0294959  
(I.R.S. Employer  
Identification No.)

5430 LBJ Freeway, Suite 1700, Dallas, Texas 75240-2620  
(Address of Principal Executive Offices, and Zip Code)

Registrant's Telephone Number, Including Area Code  
(972) 233-1700  
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communication pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communication pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock	KRO	New York Stock Exchange

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

The registrant held its 2019 annual meeting of stockholders on May 15, 2019. At the 2019 annual meeting, the registrant's stockholders voted on the two proposals described in detail in the registrant's definitive proxy statement on Schedule 14A filed with the U.S. Securities and Exchange Commission on March 25, 2019. Stockholders present at the 2019 annual meeting, either in person or by proxy, represented 94.35% of the 115,907,698 shares eligible to vote at the meeting.

**PROPOSAL 1: ELECTION OF DIRECTORS**

The registrant's stockholders elected Ms. Loretta J. Feehan, Mr. Robert D. Graham, Mr. John E. Harper, Ms. Meredith W. Mendes, Mr. Cecil H. Moore, Jr., Gen. Thomas P. Stafford (ret.) and Dr. R. Gerald Turner as directors. Each director nominee received votes "For" his or her election from at least 88.1% of the shares eligible to vote at the annual meeting.

**PROPOSAL 2: SAY-ON-PAY, NONBINDING ADVISORY VOTE APPROVING EXECUTIVE COMPENSATION**

The registrant's stockholders adopted a resolution, on a nonbinding advisory basis, approving the compensation of the registrant's named executive officers as described in the registrant's 2019 proxy statement. The resolution received the approval from 89.0% of the shares eligible to vote at the annual meeting.

**Item 7.01 Regulation FD Disclosure.**

The registrant also hereby furnishes the information set forth in its press releases issued on May 15, 2019, a copy of which is attached as Exhibit 99.1 and incorporated herein by reference. The information the registrant furnishes in this report under this Item 7.01, and the exhibit in Item 9.01, is not deemed "filed" for purposes of section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. Registration statements or other documents filed with the U.S. Securities and Exchange Commission shall not incorporate this information by reference, except as otherwise expressly stated in such filing.

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**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

<u>Item No.</u>	<u>Exhibit Index</u>
99.1	<a href="#">Press release dated May 15, 2019 issued by the registrant.</a>

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**SIGNATURE**

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.

**KRONOS WORLDWIDE, INC.**  
(Registrant)

Date: May 15, 2019

By:           /s/ Clarence B. Brown, III            
*Clarence B. Brown, III, Vice President, General Counsel and Secretary*

**KRONOS WORLDWIDE, INC.**  
Three Lincoln Centre  
5430 LBJ Freeway, Suite 1700  
Dallas, Texas 75240-2620

Contact: Janet G. Keckeisen  
Vice President,  
Corporate Strategy and  
Investor Relations  
(972) 233-1700

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## **PRESS RELEASE**

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### **FOR IMMEDIATE RELEASE**

#### **KRONOS WORLDWIDE, INC. ANNOUNCES QUARTERLY DIVIDEND AND RESULTS OF ANNUAL STOCKHOLDER MEETING**

DALLAS, TEXAS – May 15, 2019 – Kronos Worldwide, Inc. (NYSE: KRO) announced that its board of directors has declared a regular quarterly dividend of eighteen cents (\$0.18) per share on its common stock, payable on June 13, 2019 to stockholders of record at the close of business on June 4, 2019.

Kronos Worldwide also announced that at its 2019 annual stockholder meeting held today its stockholders had:

- elected each of Loretta J. Feehan, Robert D. Graham, John E. Harper, Meredith W. Mendes, Cecil H. Moore, Jr., Thomas P. Stafford, and R. Gerald Turner as a director for a one year term; and
- adopted a resolution that approved, on a nonbinding advisory basis, the compensation of its named executive officers as disclosed in the proxy statement for the 2019 annual stockholder meeting.

Kronos Worldwide, Inc. is a major international producer of titanium dioxide products.

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