Edgar Filing: Johnston Peter - Form 4

Johnston Pete	er										
Form 4	2012										
February 04,											
FORM	4 UNITED S	татес сі	CUD	TIFS A	ND FY(ч ц а р	NCE	COMMISSION		PPROVAL	
	UNITED 5	IAIES SE		hington, 1			NGE V		OMB Number:	3235-0287	
Check this	s box		vv asi	inington,	D.C. 203	-				January 31,	
if no longer subject to Section 16. Form 4 or			F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Estimated a burden hou	Expires: 2005 Estimated average burden hours per response 0.5	
may contin	obligations may continue. See InstructionSection 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 R	esponses)										
1. Name and Address of Reporting Person <u>*</u> Johnston Peter			2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer			
		Tr	onox I	Ltd [TRO	XJ			(Chec	ck all applicable	e)	
(Last) (First) (Middle) ONE STAMFORD PLAZA, 263			01/30/2013				X Director 10% Owner Officer (give title Other (specify below) below)				
TRESSER B	LVD. SUITE 110)0									
			4. If Amendment, Date Original Filed(Month/Day/Year)					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
STAMFORE	D, CT 06901							Form filed by M Person	More than One Re	eporting	
(City)	(State) (Z	Zip)	Table	I - Non-De	erivative S	ecuri	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution D any (Month/Day	Date, if	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)		Securities I Beneficially (Owned I	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock Class A	01/30/2013	01/30/201	3	А	7,915 (1)	A	\$0	13,705	D		

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	7. Title Amoun Underl Securit (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owno Follo Repo Trans (Instr
				Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships						
Troporting C miler	Director	10% Owner	Officer	Other				
Johnston Peter ONE STAMFORD 263 TRESSER BLV STAMFORD, CT 0	Х							
Signatures								
/s/ Peter Johnston	02/04/20	13						
<u>**</u> 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).
- The shares were acquired pursuant to a grant of restricted stock units under the Tronox Limited Management Equity Incentive Plan. The(1) Restricted Shares subject to this grant vest in equal annual portions on each of the next three (3) anniversaries of the grant date provided that the participant is then providing services to the Tronox Limited Board on each such vesting date.

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.