

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 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) September 3, 2019 (August 30, 2019)

**TRONOX HOLDINGS PLC**

(Exact Name of Registrant as Specified in Its Charter)

**England and Wales**  
(State or Other Jurisdiction of Incorporation)

**001-35573**  
(Commission File Number)

**98-1467236**  
(IRS Employer Identification No.)

**263 Tresser Boulevard, Suite 1100  
Stamford, Connecticut 06901**

**Laporte Road, Stallingborough, Grimsby, North East  
Lincolnshire, DN40 2PR United Kingdom**

(Address of Principal Executive Offices) (Zip Code)

**(203) 705-3800**  
(Registrant's Telephone Number, Including Area Code)

**Not Applicable**  
(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:

- Written communications 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 communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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

Title of each class	Trading Symbol(s)	Name of exchange on which registered
Ordinary shares, par value \$0.01 per share	TROX	NYSE

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

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.

**Item 1.01. Entry Into a Material Definitive Agreement.**

## (a) Supplemental Indenture to 2025 Senior Notes

On August 30, 2019, certain of the foreign entities acquired in connection with the closing of the acquisition of the titanium dioxide business of The National Titanium Dioxide Company Limited, a limited company organized under the laws of the Kingdom of Saudi Arabia (the "Additional Cristal Entities") entered into a supplemental indenture relating to the 5.75% Senior Notes due 2025 (the "2025 Senior Notes") previously issued by Tronox Finance plc, a public limited company incorporated under the laws of England and Wales, and guaranteed by Tronox Holdings plc and certain of its subsidiaries, whereby such Additional Cristal Entities became additional guarantors with respect to the 2025 Senior Notes (the "2025 Senior Notes Supplemental Indenture"). The foregoing summary of the 2025 Senior Notes Supplemental Indenture does not purport to be complete and is qualified in its entirety by reference to the 2025 Senior Notes Supplemental Indenture, a copy of which is attached hereto as Exhibit 4.1, and the terms of which are incorporated herein by reference.

## (b) Supplemental Indenture to 2026 Senior Notes

On August 30, 2019, the Additional Cristal Entities entered into a supplemental indenture relating to the 6.5% Senior Notes due 2026 (the "2026 Senior Notes") previously issued by Tronox Incorporated, a Delaware corporation, and guaranteed by Tronox Holdings plc and certain of its subsidiaries, whereby such Additional Cristal Entities became additional guarantors with respect to the 2026 Senior Notes (the "2026 Senior Notes Supplemental Indenture"). The foregoing summary of the 2026 Senior Notes Supplemental Indenture does not purport to be complete and is qualified in its entirety by reference to the 2026 Senior Notes Supplemental Indenture, a copy of which is attached hereto as Exhibit 4.2, and the terms of which are incorporated herein by reference.

**Item 2.03. Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.**

The information set forth in Item 1.01 of this Current Report on Form 8-K is incorporated by reference into this Item 2.03.

**Item 9.01. Financial Statements and Exhibits.**

## (d) Exhibits

**Exhibit**

<b>Exhibit No.</b>	<b>Description</b>
<a href="#">4.1</a>	Third Supplemental Indenture dated as of August 30, 2019 among Tronox Finance plc, the guarantors named therein and Wilmington Trust, National Association, as trustee.
<a href="#">4.2</a>	Third Supplemental Indenture dated as of August 30, 2019 among Tronox Incorporated, the guarantors named therein and Wilmington Trust, National Association, as trustee.
101	Pursuant to Rule 406 of Regulation S-T, the cover page is formatted in Inline XBRL
104	Cover Page Interactive Data File (formatted as Inline XBRL and included in Exhibit 101)

**SIGNATURES**

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.

**TRONOX HOLDINGS PLC**

Date: September 3, 2019

By: /s/ Jeffrey Neuman  
Name: Jeffrey Neuman  
Title: Senior Vice President, General Counsel and Secretary

TRONOX FINANCE PLC  
AND EACH OF THE GUARANTORS PARTY HERETO

5.750% SENIOR NOTES DUE 2025

---

THIRD SUPPLEMENTAL INDENTURE

Dated as of August 30, 2019

---

Wilmington Trust, National Association,  
as Trustee

---

---

Third Supplemental Indenture (this “*Supplemental Indenture*”), dated as of August 30, 2019, among those entities listed in Annex A hereto (each, a “*Guaranteeing Subsidiary*” and collectively, the “*Guaranteeing Subsidiaries*”), each an affiliate of Tronox Limited (or its permitted successor) (“*Holdings*”), Tronox Finance plc, a public limited company incorporated under the laws of England and Wales (the “*Issuer*”), the other Guarantors (as defined in the Indenture referred to herein) and Wilmington Trust, National Association, a national banking association, as trustee under the Indenture referred to below (the “*Trustee*”).

WITNESSETH

WHEREAS, the Issuer has heretofore executed and delivered to the Trustee an indenture dated as of September 22, 2017 (the “*Base Indenture*”), among the Issuer, the Guarantors party thereto (as defined therein) and the Trustee, providing for the issuance of 5.750% Senior Notes due 2025 (the “*Notes*”);

WHEREAS, the Issuer has heretofore executed and delivered to the Trustee a first supplemental indenture, dated as of April 1, 2019 (the “*First Supplemental Indenture*”), among Tronox Holdings PLC, Tronox Investment Holdings Limited and Tronox UK Merger Company Limited, as new guarantors, the Issuer, the other Guarantors party thereto (as defined therein) and the Trustee, to accede certain new guarantors under the Notes;

WHEREAS, the Issuer has heretofore executed and delivered to the Trustee a second supplemental indenture, dated as of April 12, 2019 (the “*Second Supplemental Indenture*”), among Cristal Inorganic Chemicals Netherlands B.V. and Cristal International B.V., as new guarantors, the Issuer, the other Guarantors party thereto (as defined therein) and the Trustee, to accede certain new guarantors under the Notes (the Base Indenture, as supplemented by each of the First Supplemental Indenture and the Second Supplemental indenture, herein referred to as the “*Indenture*”);

WHEREAS, the Indenture provides that under certain circumstances each Guaranteeing Subsidiary shall execute and deliver to the Trustee a supplemental indenture pursuant to which each such Guaranteeing Subsidiary shall unconditionally guarantee all of the Issuer’s obligations under the Notes and the Indenture on the terms and conditions set forth herein (the “*Note Guarantee*”); and

WHEREAS, pursuant to Section 9.01 of the Indenture, the Trustee is authorized to execute and deliver this Supplemental Indenture.

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt of which is hereby acknowledged, each Guaranteeing Subsidiary and the Trustee mutually covenant and agree for the equal and ratable benefit of the Holders of the Notes as follows:

1. Capitalized Terms. Capitalized terms used herein without definition shall have the meanings assigned to them in the Indenture.
2. Agreement to Guarantee. Each Guaranteeing Subsidiary hereby agrees to provide an unconditional Guarantee on the terms and subject to the conditions set forth in the Note Guarantee and in the Indenture including but not limited to Article 10 thereof.
3. No Recourse Against Others. No director, manager, officer, employee, incorporator, stockholder or member of Holdings, the Issuer or any Subsidiary thereof will have any liability for any obligations of Holdings, the Issuer or the Guarantors under the Notes, this Indenture, the Note Guarantees or for any claim based on, in respect of, or by reason of, such obligations or their creation. Each Holder of Notes by accepting a Note waives and releases all such liability. The waiver and release are part of the consideration for issuance of the Notes. The waiver may not be effective to waive liabilities under the federal securities laws.

4 . Governing Law. THIS SUPPLEMENTAL INDENTURE SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK.

5 . Counterparts. The parties may sign any number of copies of this Supplemental Indenture. Each signed copy will be an original, but all of them together represent the same agreement. The exchange of copies of this Supplemental Indenture and of signature pages by facsimile or PDF transmission shall constitute effective execution and delivery of this Supplemental Indenture as to the parties hereto and may be used in lieu of the original Indenture for all purposes. Signatures of the parties hereto transmitted by facsimile or PDF shall be deemed to be their original signatures for all purposes.

6 . Effect of Headings. The Section headings herein are for convenience of reference only, are not to be considered a part of this Supplemental Indenture and will in no way modify or restrict any of the terms or provisions hereof.

7 . The Trustee. The Trustee shall not be responsible in any manner whatsoever for or in respect of the validity or sufficiency of this Supplemental Indenture or for or in respect of the recitals contained herein, all of which recitals are made solely by the Guaranteeing Subsidiaries, Holdings and the Issuer.

IN WITNESS WHEREOF, the parties hereto have caused this Supplemental Indenture to be duly executed and attested, all as of the date first above written.

Dated: August 30, 2019

Tronox Finance plc

By: /s/ Steven A. Kaye

Name: Steven A. Kaye

Title: Director

[Signature Page to Third Supplemental Indenture (2025)]

---

**U.S. GUARANTORS:**

Tronox Incorporated  
Tronox LLC  
Tronox Pigments LLC  
Tronox US Holdings Inc.

By: /s/ Steven A. Kaye  
Name: Steven A. Kaye  
Title: Vice President and Assistant Secretary

Tronox Finance LLC  
By: /s/ Steven A. Kaye  
Name: Steven A. Kaye  
Title: Assistant Secretary

[Signature Page to Third Supplemental Indenture (2025)]

---

**U.K. GUARANTORS:**

Tronox UK Holdings Limited  
Tronox UK Limited  
Tronox UK Merger Company Limited  
Tronox Investment Holdings Limited

By: /s/ Steven A. Kaye

Name: Steven A. Kaye  
Title: Director

Tronox Holdings PLC, under power of attorney

By: /s/ Steven A. Kaye

Name: Steven A. Kaye  
Title: Attorney

Tronox International Finance LLP

By: /s/ Steven A. Kaye

Name: Steven A. Kaye  
Title: Representative Member of Tronox UK Holdings

[Signature Page to Third Supplemental Indenture (2025)]

---



**AUSTRALIAN GUARANTORS:**

**SIGNED, SEALED and DELIVERED** for each of

**TRONOX AUSTRALIA HOLDINGS PTY LIMITED  
TRONOX AUSTRALIA PIGMENTS HOLDINGS PTY LTD  
TRONOX GLOBAL HOLDINGS PTY LIMITED  
TRONOX PIGMENTS AUSTRALIA HOLDINGS PTY LTD  
TRONOX PIGMENTS AUSTRALIA PTY LTD  
TRONOX SANDS HOLDINGS PTY LIMITED  
TRONOX HOLDINGS (AUSTRALIA) PTY LTD  
TRONOX AUSTRALIA PTY LTD  
TIO2 CORPORATION PTY LTD  
YALGOO MINERALS PTY. LTD.  
TIFIC PTY. LTD.  
TRONOX MINERAL SALES PTY LTD  
TRONOX MANAGEMENT PTY LTD  
TRONOX WESTERN AUSTRALIA PTY LTD  
TRONOX WORLDWIDE PTY LIMITED**

under power of attorney in the presence of:

/s/ Steven A. Kaye  
Signature of attorney

/s/ Julie A. Constantinides  
Signature of witness

Steven A. Kaye  
Name

Julie A. Constantinides  
Name

15 September 2017  
Date of power of attorney

**SIGNED, SEALED and DELIVERED** for **TRONOX LIMITED**  
under power of attorney in the presence of:

/s/ Steven A. Kaye  
Signature of attorney

/s/ Julie A. Constantinides  
Signature of witness

Steven A. Kaye  
Name

Julie A. Constantinides  
Name

15 September 2017  
Date of power of attorney

[Signature Page to Third Supplemental Indenture (2025)]

---

**DUTCH GUARANTORS:**

Tronox Holdings Coöperatief U.A.

By: /s/ Steven A. Kaye

Name: Steven A. Kaye  
Title: Director A

By: /s/ Anthony Martin Orrell

Name: Anthony Martin Orrell  
Title: Director B

Tronox Worldwide Pty Limited, acting for itself, on behalf of Tronox Global holdings Pty Ltd as limited partner of Tronox Holdings Europe C.V., and in its capacity as general partner of Tronox Holdings Europe C.V.

By: /s/ Steven A. Kaye

Name: Steven A. Kaye  
Title: Authorized Signatory

Tronox Pigments (Netherlands) B.V.

By: /s/ Steven A. Kaye

Name: Steven A. Kaye  
Title: Managing Director

Tronox Pigments (Holland) B.V.

By: /s/ Steven A. Kaye

Name: Steven A. Kaye  
Title: Managing Director

Cristal Inorganic Chemicals Netherlands B.V.

By: /s/ Steven A. Kaye

Name: Steven A. Kaye  
Title: Manager

Tronox International B.V.

By: /s/ Steven A. Kaye

Name: Steven A. Kaye  
Title: Manager

[Signature Page to Third Supplemental Indenture (2025)]

---

**SWITZERLAND GUARANTORS:**

Tronox International Holdings GmbH

By: /s/ Steven A. Kaye

Name: Steven A. Kaye

Title: Chairman of Management Board

[Signature Page to Third Supplemental Indenture (2025)]

---

Cristal Inorganic Chemicals UK Limited  
Tronox Investments UK Limited  
Millennium Inorganic Chemicals UK Holdings Limited

By: /s/ Steven A. Kaye  
Name: Steven A. Kaye  
Title: Director

---

[Signature Page to Third Supplemental Indenture (2025)]

---

Signed, sealed and delivered by

as attorney, respectively, for

**BEMAX SALES PTY LTD**  
101858931

**CABLE SANDS (W.A.) PTY LTD**  
009137142

**CABLE SANDS HOLDINGS PTY. LIMITED**  
001288268

**CABLE SANDS INVESTMENTS PTY. LIMITED**  
000430482

**CABLE SANDS PTY. LIMITED**  
008678386

**TRONOX AUSTRALIND PTY LTD**  
125123784

**COFFS HARBOUR RUTILE PTY LTD**  
000173099

**TRONOX MINERAL HOLDINGS AUSTRALIA PTY LTD**  
102888559

**TRONOX MINING AUSTRALIA LIMITED**  
009247858

**TRONOX PIGMENT BUNBURY LTD**  
008683627

**IMPERIAL MINING (AUST) PTY LTD**  
062193266

**KATHLEEN INVESTMENTS (AUSTRALIA) PTY LTD**  
008402891

**MURRAY BASIN TITANIUM PTY LTD**  
082497827

**NIMSA MURRAY BASIN PTY LTD**  
091051704

**NISSHO IWAI MINERAL SANDS (AUSTRALIA) PTY. LIMITED**  
003870871

**PEREGRINE GOLD MINING PTY LTD**  
009267207

[Signature Page to Third Supplemental Indenture (2025)]

---

**PEREGRINE MINERAL SANDS PTY LTD**  
009307591

**POONCARIÉ OPERATIONS PTY LTD**  
102895581

**PROBO MINING PTY LTD**  
079938819

**RUTILE & ZIRCON MINES (NEWCASTLE) PTY LTD**  
000393135

**RZM PTY. LIMITED**  
001 242 397

**TITANIUM TECHNOLOGY (AUSTRALIA) PTY LTD**  
000833643

under power of attorney dated August 30, 2019 in the presence of:

/s/ Julie A. Constantinides  
Signature of witness

← /s/ Steven A. Kaye  
Signature of attorney

*The person signing above certifies that his/her signature is to be treated as constituting a separate signing as attorney for each party listed above respectively.*

Julie A. Constantinides  
Name of witness (print)

← Steven A. Kaye  
Name of attorney (print)

[Signature Page to Third Supplemental Indenture (2025)]

---

**TRONOX FRANCE SAS**, a *société par actions simplifiée*, incorporated under the laws of France with Mulhouse RCS number 440 140 309

By: /s/ Christian Wendling

Name: Christian Wendling

Title: Director

**MILLENNIUM INORGANIC CHEMICALS LE HAVRE SAS**, a *société par actions simplifiée*, incorporated under the laws of France with Le Havre RCS number 440 097 079

By: /s/ Christian Wendling

Name: Christian Wendling

Title: Director

**MILLENNIUM INORGANIC CHEMICALS SAS**, a *société par actions simplifiée*, incorporated under the laws of France with Mulhouse RCS number 945 550 119

By: /s/ Christian Wendling

Name: Christian Wendling

Title: Director

[Signature Page to Third Supplemental Indenture (2025)]

---

Wilmington Trust, National Association, as Trustee

By: /s/ Jane Y. Schweiger

Name: Jane Y. Schweiger

Title: Vice President

[Signature Page to Third Supplemental Indenture (2025)]

---



ANNEX A  
GUARANTEEING SUBSIDIARIES

Cristal Inorganic Chemicals UK Limited  
Tronox Investments UK Limited  
Millennium Inorganic Chemicals UK Holdings Limited  
Bemax Sales Pty Ltd  
Cable Sands (W.A.) Pty Ltd  
Cable Sands Holdings Pty. Limited  
Cable Sands Investments Pty. Limited  
Cable Sands Pty. Limited  
Tronox Australind Pty Ltd  
Coffs Harbour Rutile Pty Ltd  
Tronox Mineral Holdings Australia Pty Ltd  
Tronox Mining Australia Limited  
Tronox Pigment Bunbury Ltd  
Imperial Mining (Aust) Pty Ltd  
Kathleen Investments (Australia) Pty Ltd  
Murray Basin Titanium Pty Ltd  
Nimsa Murray Basin Pty Ltd  
Nissho Iwai Mineral Sands (Australia) Pty. Limited  
Peregrine Gold Mining Pty Ltd  
Peregrine Mineral Sands Pty Ltd  
Pooncarie Operations Pty Ltd  
Probo Mining Pty Ltd  
Rutile & Zircon Mines (Newcastle) Pty Ltd  
RZM Pty. Limited  
Titanium Technology (Australia) Pty Ltd  
Tronox France SAS  
Millennium Inorganic Chemicals Le Havre SAS  
Millennium Inorganic Chemicals SAS

---

TRONOX INCORPORATED  
AND EACH OF THE GUARANTORS PARTY HERETO

6.500% SENIOR NOTES DUE 2026

---

THIRD SUPPLEMENTAL INDENTURE

Dated as of August 30, 2019

---

Wilmington Trust, National Association,  
as Trustee

---

---

Third Supplemental Indenture (this “*Supplemental Indenture*”), dated as of August 30, 2019, among those entities listed in Annex A hereto (each, a “*Guaranteeing Subsidiary*” and collectively, the “*Guaranteeing Subsidiaries*”), each an affiliate of Tronox Limited (or its permitted successor) (“*Holdings*”), Tronox Incorporated, a Delaware corporation (the “*Issuer*”), the other Guarantors (as defined in the Indenture referred to herein) and Wilmington Trust, National Association, a national banking association, as trustee under the Indenture referred to below (the “*Trustee*”).

WITNESSETH

WHEREAS, the Issuer has heretofore executed and delivered to the Trustee an indenture, dated as of April 6, 2018 (the “*Base Indenture*”), among the Issuer, the Guarantors party thereto (as defined therein) and the Trustee, providing for the issuance of 6.500% Senior Notes due 2026 (the “*Notes*”);

WHEREAS, the Issuer has heretofore executed and delivered to the Trustee a first supplemental indenture, dated as of April 1, 2019 (the “*First Supplemental Indenture*”), among Tronox Holdings PLC, Tronox Investment Holdings Limited and Tronox UK Merger Company Limited, as new guarantors, the Issuer, the other Guarantors party thereto (as defined therein) and the Trustee, to accede certain new guarantors under the Notes;

WHEREAS, the Issuer has heretofore executed and delivered to the Trustee a second supplemental indenture, dated as of April 12, 2019 (the “*Second Supplemental Indenture*”), among Cristal Inorganic Chemicals Netherlands B.V. and Cristal International B.V., as new guarantors, the Issuer, the other Guarantors party thereto (as defined therein) and the Trustee, to accede certain new guarantors under the Notes (the Base Indenture, as supplemented by each of the First Supplemental Indenture and the Second Supplemental Indenture, herein referred to as the “*Indenture*”);

WHEREAS, the Indenture provides that under certain circumstances each Guaranteeing Subsidiary shall execute and deliver to the Trustee a supplemental indenture pursuant to which each such Guaranteeing Subsidiary shall unconditionally guarantee all of the Issuer’s obligations under the Notes and the Indenture on the terms and conditions set forth herein (the “*Note Guarantee*”); and

WHEREAS, pursuant to Section 9.01 of the Indenture, the Trustee is authorized to execute and deliver this Supplemental Indenture.

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt of which is hereby acknowledged, each Guaranteeing Subsidiary and the Trustee mutually covenant and agree for the equal and ratable benefit of the Holders of the Notes as follows:

1. Capitalized Terms. Capitalized terms used herein without definition shall have the meanings assigned to them in the Indenture.
2. Agreement to Guarantee. Each Guaranteeing Subsidiary hereby agrees to provide an unconditional Guarantee on the terms and subject to the conditions set forth in the Note Guarantee and in the Indenture including but not limited to Article 10 thereof.
3. No Recourse Against Others. No director, manager, officer, employee, incorporator, stockholder or member of Holdings, the Issuer or any Subsidiary thereof will have any liability for any obligations of Holdings, the Issuer or the Guarantors under the Notes, this Indenture, the Note Guarantees or for any claim based on, in respect of, or by reason of, such obligations or their creation. Each Holder of Notes by accepting a Note waives and releases all such liability. The waiver and release are part of the consideration for issuance of the Notes. The waiver may not be effective to waive liabilities under the federal securities laws.

4 . Governing Law. THIS SUPPLEMENTAL INDENTURE SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK.

5. Counterparts. The parties may sign any number of copies of this Supplemental Indenture. Each signed copy will be an original, but all of them together represent the same agreement. The exchange of copies of this Supplemental Indenture and of signature pages by facsimile or PDF transmission shall constitute effective execution and delivery of this Supplemental Indenture as to the parties hereto and may be used in lieu of the original Indenture for all purposes. Signatures of the parties hereto transmitted by facsimile or PDF shall be deemed to be their original signatures for all purposes.

6 . Effect of Headings. The Section headings herein are for convenience of reference only, are not to be considered a part of this Supplemental Indenture and will in no way modify or restrict any of the terms or provisions hereof.

7. The Trustee. The Trustee shall not be responsible in any manner whatsoever for or in respect of the validity or sufficiency of this Supplemental Indenture or for or in respect of the recitals contained herein, all of which recitals are made solely by the Guaranteeing Subsidiaries, Holdings and the Issuer.

IN WITNESS WHEREOF, the parties hereto have caused this Supplemental Indenture to be duly executed and attested, all as of the date first above written.

Dated as of August 30, 2019

Tronox Incorporated

By: /s/ Steven A. Kaye

Name: Steven A. Kaye

Title: Vice President and Assistant Secretary

[Signature Page to Third Supplemental Indenture (2026)]

---

**U.S. GUARANTORS:**

Tronox LLC  
Tronox Pigments LLC  
Tronox US Holdings Inc.

By: /s/ Steven A. Kaye

Name: Steven A. Kaye

Title: Vice President and Assistant Secretary

Tronox Finance LLC

By: /s/ Steven A. Kaye

Name: Steven A. Kaye

Title: Assistant Secretary

[Signature Page to Third Supplemental Indenture (2026)]

---

**U.K. GUARANTORS:**

Tronox UK Holdings Limited  
Tronox UK Limited  
Tronox Finance PLC  
Tronox UK Merger Company Limited  
Tronox Investment Holdings Limited

By: /s/ Steven A. Kaye

Name: Steven A. Kaye

Title: Director

Tronox Holdings PLC, under power of attorney

By: /s/ Steven A. Kaye

Name: Steven A. Kaye

Title: Attorney

Tronox International Finance LLP

By: /s/ Steven A. Kaye

Name: Steven A. Kaye

Title: Representative Member of Tronox UK Holdings

[Signature Page to Third Supplemental Indenture (2026)]

---

**AUSTRALIAN GUARANTORS:**

SIGNED, SEALED and DELIVERED for each of

TIFIC PTY. LTD.  
TiO<sub>2</sub> CORPORATION PTY LTD  
TRONOX AUSTRALIA HOLDINGS PTY LIMITED  
TRONOX AUSTRALIA PIGMENTS HOLDINGS PTY LIMITED  
TRONOX AUSTRALIA PTY LTD  
TRONOX GLOBAL HOLDINGS PTY LIMITED  
TRONOX HOLDINGS (AUSTRALIA) PTY LTD  
TRONOX MANAGEMENT PTY LTD  
TRONOX MINERAL SALES PTY LTD  
TRONOX PIGMENTS AUSTRALIA HOLDINGS PTY LIMITED  
TRONOX PIGMENTS AUSTRALIA PTY LIMITED  
TRONOX SANDS HOLDINGS PTY LIMITED  
TRONOX WESTERN AUSTRALIA PTY LTD  
TRONOX WORLDWIDE PTY LIMITED  
YALGOO MINERALS PTY. LTD.

under power of attorney in the presence of:

/s/ Steven A. Kaye  
Signature of attorney

/s/ Julie A. Constantinides  
Signature of witness

Steven A. Kaye  
Name

Julie A. Constantinides  
Name

15 September 2017  
Date of power of attorney

SIGNED, SEALED and DELIVERED  
for TRONOX LIMITED under power of  
attorney in the presence of:

/s/ Steven A. Kaye  
Signature of attorney

/s/ Julie A. Constantinides  
Signature of witness

Steven A. Kaye  
Name

Julie A. Constantinides  
Name

15 September 2017  
Date of power of attorney



**DUTCH GUARANTORS:**

Tronox Holdings Coöperatief U.A.

By: /s/ Steven A. Kaye

Name: Steven A. Kaye  
Title: Director A

By: /s/ Anthony Martin Orrell

Name: Anthony Martin Orrell  
Title: Director B

Tronox Worldwide Pty Limited, acting for itself, on behalf of Tronox Global holdings Pty Ltd as limited partner of Tronox Holdings Europe C.V., and in its capacity as general partner of Tronox Holdings Europe C.V.

By: /s/ Steven A. Kaye

Name: Steven A. Kaye  
Title: Authorized Signatory

Tronox Pigments (Netherlands) B.V.

By: /s/ Steven A. Kaye

Name: Steven A. Kaye  
Title: Managing Director

Tronox Pigments (Holland) B.V.

By: /s/ Steven A. Kaye

Name: Steven A. Kaye  
Title: Managing Director

Cristal Inorganic Chemicals Netherlands B.V.

By: /s/ Steven A. Kaye

Name: Steven A. Kaye  
Title: Manager

Tronox International B.V.

By: /s/ Steven A. Kaye

Name: Steven A. Kaye

Title: Manager

---

[Signature Page to Third Supplemental Indenture (2026)]

---

**SWITZERLAND GUARANTORS:**

Tronox International Holdings GmbH

By: /s/ Steven A. Kaye

Name: Steven A. Kaye

Title: Chairman of Management Board

[Signature Page to Third Supplemental Indenture (2026)]

---

Cristal Inorganic Chemicals UK Limited  
Tronox Investments UK Limited  
Millennium Inorganic Chemicals UK Holdings Limited

By: /s/ Steven A. Kaye  
Name: Steven A. Kaye  
Title: Director

---

[Signature Page to Third Supplemental Indenture (2026)]

---

**Signed, sealed and delivered by**

as attorney, respectively, for

**BEMAX SALES PTY LTD**  
101858931

**CABLE SANDS (W.A.) PTY LTD**  
009137142

**CABLE SANDS HOLDINGS PTY. LIMITED**  
001288268

**CABLE SANDS INVESTMENTS PTY. LIMITED**  
000430482

**CABLE SANDS PTY. LIMITED**  
008678386

**TRONOX AUSTRALIND PTY LTD**  
125123784

**COFFS HARBOUR RUTILE PTY LTD**  
000173099

**TRONOX MINERAL HOLDINGS AUSTRALIA PTY LTD**  
102888559

**TRONOX MINING AUSTRALIA LIMITED**  
009247858

**TRONOX PIGMENT BUNBURY LTD**  
008683627

**IMPERIAL MINING (AUST) PTY LTD**  
062193266

**KATHLEEN INVESTMENTS (AUSTRALIA) PTY LTD**  
008402891

**MURRAY BASIN TITANIUM PTY LTD**  
082497827

**NIMSA MURRAY BASIN PTY LTD**  
091051704

**NISSHO IWAI MINERAL SANDS (AUSTRALIA) PTY. LIMITED**  
003870871

**PEREGRINE GOLD MINING PTY LTD**  
009267207

[Signature Page to Third Supplemental Indenture (2026)]

---

**PEREGRINE MINERAL SANDS PTY LTD**  
009307591

**POONCARIÉ OPERATIONS PTY LTD**  
102895581

**PROBO MINING PTY LTD**  
079938819

**RUTILE & ZIRCON MINES (NEWCASTLE) PTY LTD**  
000393135

**RZM PTY. LIMITED**  
001 242 397

**TITANIUM TECHNOLOGY (AUSTRALIA) PTY LTD**  
000833643

under power of attorney dated August 30, 2019  
in the presence of:

/s/ Julie A. Constantinides  
Signature of witness

← /s/ Steven A. Kaye  
Signature of attorney

*The person signing above certifies that his/her signature is to be treated as constituting a separate signing as attorney for each party listed above respectively.*

Julie A. Constantinides  
Name of witness (print)

← Steven A. Kaye  
Name of attorney (print)

[Signature Page to Third Supplemental Indenture (2026)]

---

**TRONOX FRANCE SAS**, a *société par actions simplifiée*, incorporated under the laws of France with Mulhouse RCS number 440 140 309

By: /s/ Christian Wendling

Name: Christian Wendling  
Title: Director

**MILLENNIUM INORGANIC CHEMICALS LE HAVRE SAS**, a *société par actions simplifiée*, incorporated under the laws of France with Le Havre RCS number 440 097 079

By: /s/ Christian Wendling

Name: Christian Wendling  
Title: Director

**MILLENNIUM INORGANIC CHEMICALS SAS**, a *société par actions simplifiée*, incorporated under the laws of France with Mulhouse RCS number 945 550 119

By: /s/ Christian Wendling

Name: Christian Wendling  
Title: Director

[Signature Page to Third Supplemental Indenture (2026)]

---

Wilmington Trust, National Association, as Trustee

By: /s/ Jane Y. Schweiger

Name: Jane Y. Schweiger

Title: Vice President

[Signature Page to Third Supplemental Indenture (2026)]

---



ANNEX A

GUARANTEEING SUBSIDIARIES

Cristal Inorganic Chemicals UK Limited  
Tronox Investments UK Limited  
Millennium Inorganic Chemicals UK Holdings Limited  
Bemax Sales Pty Ltd  
Cable Sands (W.A.) Pty Ltd  
Cable Sands Holdings Pty. Limited  
Cable Sands Investments Pty. Limited  
Cable Sands Pty. Limited  
Tronox Australind Pty Ltd  
Coffs Harbour Rutile Pty Ltd  
Tronox Mineral Holdings Australia Pty Ltd  
Tronox Mining Australia Limited  
Tronox Pigment Bunbury Ltd  
Imperial Mining (Aust) Pty Ltd  
Kathleen Investments (Australia) Pty Ltd  
Murray Basin Titanium Pty Ltd  
Nimsa Murray Basin Pty Ltd  
Nissho Iwai Mineral Sands (Australia) Pty. Limited  
Peregrine Gold Mining Pty Ltd  
Peregrine Mineral Sands Pty Ltd  
Pooncarie Operations Pty Ltd  
Probo Mining Pty Ltd  
Rutile & Zircon Mines (Newcastle) Pty Ltd  
RZM Pty. Limited  
Titanium Technology (Australia) Pty Ltd  
Tronox France SAS  
Millennium Inorganic Chemicals Le Havre SAS  
Millennium Inorganic Chemicals SAS

---