





Item 8.01. Other Events.

On July 16, 2018, Tronox Limited (the “Company”) issued a press release announcing that it has submitted to the European Commission a definitive agreement with Venator Materials PLC (“Venator”) to sell the Company’s 8120 paper-laminate product grade. The Company has submitted such signed definitive agreement to the European Commission for its unconditional approval of the Company’s proposed acquisition (the “Transaction”) of the TiO<sub>2</sub> business of Cristal, a privately held global chemical and mining company headquartered in Jeddah, Saudi Arabia. Additionally, the Company announced it has entered into a memorandum of understanding with Venator which provides for, among other things, the parties to negotiate the terms of a definitive agreement with respect to the divestiture of Cristal’s TiO<sub>2</sub> plants located in Ashtabula, Ohio, in the event such divestiture is required to secure final regulatory approval in the United States of the Transaction. A copy of the press release is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No. Description

99.1 Press release dated July 16, 2018.

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 LIMITED

By: /s/ Jeffrey N. Neuman

Date: July 16, 2018 Name: Jeffrey N. Neuman

Title: Senior Vice President, General Counsel and Secretary

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