

**OFFICIAL COMMITTEE OF UNSECURED CREDITORS
OF TRONOX INC., *et al.*, DEBTORS**
CHAPTER 11 CASE NO. 09-10156 (ALG) JOINTLY ADMINISTERED

c/o Paul, Weiss, Rifkind, Wharton & Garrison LLP
1285 Avenue of the Americas
New York, New York 10019

September __, 2010

To: All Unsecured Creditors of Tronox Inc., et al.
(Holders of Claims in Classes 3, 4, 5, 6 and 7)

Dear Unsecured Creditors of Tronox Inc. et al.:

The Official Committee of Unsecured Creditors (the “Creditors’ Committee”) of Tronox Inc., et al., and affiliated debtors (“Tronox” or the “Debtors”) writes this letter to unsecured creditors, to recommend that each unsecured creditor vote in favor of the Proposed First Amended Joint Plan of Reorganization of Tronox Incorporated *et al.* pursuant to Chapter 11 of the Bankruptcy Code (the “Plan”)³ and related disclosure statement (the “Disclosure Statement”).⁴ As the official representative of all unsecured creditors in these cases, the Creditors’ Committee believes that the Plan is fair and provides unsecured creditors with the best possible recovery under the circumstances of these cases, and strongly recommends that all unsecured creditors vote to accept the Plan in accordance with the instructions set forth on the ballots.

On January 12, 2009, the Debtors filed for bankruptcy protection under chapter 11. On January 21, 2009, the United States Trustee for the Southern District of New York appointed the Creditors’ Committee to represent the interests of unsecured creditors in the Debtors’ chapter 11 cases. The Creditors’ Committee retained the firm of Paul, Weiss, Rifkind, Wharton & Garrison LLP as its counsel and Jefferies & Company as its financial advisor.

Over the past 20 months, the Creditors’ Committee has played an active role in these cases in an effort to obtain the best possible recovery under the circumstances for unsecured creditors. The Plan is the product of intense hard-fought negotiations among the Creditors’ Committee, the Debtors and the various creditor constituencies. As part of the negotiated treatment of unsecured creditors, the Creditors’ Committee has agreed to support the Plan, and recommends that all unsecured creditors vote to accept the Plan.

Before voting, all creditors are strongly urged to read carefully and review in their entirety the Plan and Disclosure Statement, including the discussion of the risk factors, and all other related

³ Capitalized Terms not otherwise defined in this letter have the meanings ascribed to them in the Plan or Disclosure Statement.

⁴ You are receiving the Plan and Disclosure Statement from the Debtors in the same package as this letter.

documents. The treatment of provisions for Classes 3, 4, 5, 6, and 7 are set forth in Article III.B of the Plan. Summary information regarding recoveries for Classes 3, 4, 5, 6, and 7 are set forth in Article IV.B of the Disclosure Statement.

IMPORTANT NOTE: PURSUANT TO THE RIGHTS OFFERING PROCEDURES, IF YOU ARE A HOLDER OF A CLASS 3 CLAIM OR A CLASS 6 CLAIM THAT HAS BEEN OBJECTED TO AND YOUR CLAIM HAS NOT YET BEEN ALLOWED, YOU WILL ONLY BE PERMITTED TO PARTICIPATE IN THE RIGHTS OFFERING TO THE EXTENT YOUR CLAIM BECOMES ALLOWED BY THE RIGHTS OFFERING EXPIRATION DATE. Any questions regarding Claims allowance should be directed to Tronox's counsel or the Notice and Claims Agent. Participation in the Rights Offering is entirely optional and unsecured creditors should make their own determination as to whether to participate in the Rights Offering and should consult the risk factors and other disclosures in the Disclosure Statement.

THE CREDITORS' COMMITTEE ENDORSES THE PLAN AND RECOMMENDS THAT ALL HOLDERS OF GENERAL UNSECURED CLAIMS IN CLASS 3, TORT CLAIMS IN CLASS 4, ENVIRONMENTAL CLAIMS IN CLASS 5, INDIRECT ENVIRONMENTAL CLAIMS IN CLASS 6 AND CONVENIENCE CLASS CLAIMS IN CLASS 7 VOTE TO ACCEPT THE PLAN.

NOTWITHSTANDING OUR RECOMMENDATION, EACH CREDITOR MUST MAKE ITS OWN INDEPENDENT DETERMINATION AS TO WHETHER THE PLAN IS ACCEPTABLE TO THAT CREDITOR AND SHOULD CONSULT WITH ITS OWN LEGAL AND/OR FINANCIAL ADVISORS.

The Creditors' Committee's decision to support the Plan was made after considering several factors, including the inter-creditor settlement agreement embodied in the Plan.

Please be advised that, as set forth in the Plan, additional information regarding the Plan, including the Environmental Claims Settlement Agreement, will be filed with the Court in a Plan Supplement no later than 14 days prior to the Voting Deadline.

THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF TRONOX INC., *et al.*