

KRONOS INC
Form 4
January 08, 2007

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 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 Responses)

1. Name and Address of Reporting Person *
AIN ARON J

(Last) (First) (Middle)

C/O KRONOS
INCORPORATED, 297
BILLERICA ROAD

(Street)

CHELMSFORD, MA 01824

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
KRONOS INC [KRON]

3. Date of Earliest Transaction
(Month/Day/Year)
04/17/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	Amount				(A) or (D)
Common Stock	04/17/2006		J			23,352	A \$ 0	23,352 ⁽¹⁾	I	HELD BY THE PEARL AIN TRUST
Common Stock	04/17/2006		J			15,219	A \$ 0	15,219 ⁽¹⁾	I	HELD BY THE JACOB AIN TRUST
	05/23/2006		J			30,000	A \$ 0	53,352 ⁽¹⁾	I	

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Common Stock										HELD BY THE PEARL AIN TRUST
Common Stock	05/23/2006		J	30,000	A	\$ 0	45,219 ⁽¹⁾	I		HELD BY THE JACOB AIN TRUST
Common Stock	06/20/2006		S	10,000	D	\$ 37.1544	43,352 ⁽¹⁾	I		HELD BY THE PEARL AIN TRUST
Common Stock	06/20/2006		S	10,000	D	\$ 37.1544	35,219 ⁽¹⁾	I		HELD BY THE JACOB AIN TRUST
Common Stock	08/23/2006		J	30,000	A	\$ 0	73,352 ⁽¹⁾	I		HELD BY THE PEARL AIN TRUST
Common Stock	08/23/2006		J	30,000	A	\$ 0	65,219 ⁽¹⁾	I		HELD BY THE JACOB AIN TRUST
Common Stock							17,448 ⁽²⁾	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.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo
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(A) or
 Disposed
 of (D)
 (Instr. 3,
 4, and 5)

Repo
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 (Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
AIN ARON J C/O KRONOS INCORPORATED 297 BILLERICA ROAD CHELMSFORD, MA 01824	X		Chief Executive Officer	

Signatures

/s/ Elspeth Grant Pruett/Attorney-in-fact	01/08/2007
<small>**Signature of Reporting Person</small>	<small>Date</small>

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).
- (1) The reporting person is one of four trustees to this trust. On December 12, 2006, the trust documents were amended such that the reporting person no longer has control, including voting and dispositive power, over any shares of the issuer held by this trust.
- (2) Includes 509 shares acquired under KRON employee stock purchase plan in August, 2006

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.