SIMMONS HAROLD C

Form 4

August 09, 2011

FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations

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

burden hours per response...

5. Relationship of Reporting Person(s) to

Estimated average

may continue. *See* Instruction

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

Stock,

(Print or Type Responses)

1. Name and Address of Reporting Person *

SIMMONS	HAROLD C	.g	Symbol VALHI			(VHI)	Hadin	15	Issuer	. reporung ron	0011(0) 10		
(Lost)	(First)	(Middle)							(Che	ck all applicable	e)		
(Last) 5430 LBJ FF	REEWAY, SU	`	3. Date of (Month/Da 08/09/20	ay/Year)		insaction			below)	Officer (give titleOther (specify below) Chairman of the Board			
DALLAS, T	(Street)		4. If Amer Filed(Mont	· ·		U			_X_ Form filed by	One Reporting Pe	rson		
	11 732-10								Person				
(City)	(State)	(Zip)	Table	I - Non	-De	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Execution	emed on Date, if Day/Year)	Code (Instr. 8		4. Securion Acquired Disposed (Instr. 3,	(A) o 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)			
Common Stock, \$0.01 par value per share	08/09/2011			P <u>(1)</u>		7,554	A	\$ 39	1,657,444	I	by TFMC		
Common Stock, \$0.01 par value per share	08/09/2011			P <u>(1)</u>		190	A	\$ 40	1,657,634	I	by TFMC		
Common									104,762,216	I	by VHC (3)		

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\$0.01 par value per share			
Common Stock, \$0.01 par value per share	366,847	I	by CDCT
Common Stock, \$0.01 par value per share	380,216	D	
Common Stock, \$0.01 par value per share	219,796	I	by Spouse (5)
Common Stock, \$0.01 par value per share	25,915	I	by Contran

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.

SEC 1474 (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. Transacti Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Reporting Owners

Reporting Owner Name / Address				
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
SIMMONS HAROLD C 5430 LBJ FREEWAY, SUITE 1700 DALLAS, TX 75240	X	X	Chairman of the Board	
CONTRAN CORP 5430 LBJ FREEWAY, SUITE 1700 DALLAS, TX 75240		X		
VALHI HOLDING CO 5430 LBJ FREEWAY, SUITE 1700 DALLAS, TX 75240		X		
DIXIE RICE AGRICULTURE CORP INC 5430 LBJ FREEWAY, SUITE 1700 DALLAS, TX 75240		X		
Signatures				
A. Andrew R. Louis, Attorney-in-fact, for H Simmons	arold C.		08/09/2011	
**Signature of Reporting Person			Date	
A. Andrew R. Louis, Secretary, for Contran	Corporati	on	08/09/2011	
**Signature of Reporting Person			Date	
A. Andrew R. Louis, Secretary, for Contran	Corporati	on	08/09/2011	

Explanation of Responses:

**Signature of Reporting Person

A. Andrew R. Louis, Secretary, for Contran Corporation

**Signature of Reporting Person

- * 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).

Date

08/09/2011

Date

- (1) Purchase by TIMET Finance Management Company. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationships to the persons joining in this filing.
- (2) Directly held by TIMET Finance Management Company. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationships to the persons joining in this filing.
- (3) Directly held by Valhi Holding Company. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship among the persons joining in this filing.
- (4) Directly held by the Contran Amended and Restated Deferred Compensation Trust. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationships to the persons joining in this filing.
- Directly held by the reporting person's wife. Mr. Simmons disclaims beneficial ownership of any shares of the issuer's common stock that (5) his wife holds. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationships among the persons joining in this filing.

Reporting Owners 3

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(6) Directly held by Contran Corporation. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship among the persons joining in this filing.

Remarks:

Exhibit Index

Additional Information

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.