VALHI INC /DE/ Form 4

August 01, 2013

## FORM 4

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

Check this box

if no longer subject to Section 16.

Form 4 or Form 5 obligations

1(b).

(Last)

may continue. See Instruction

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 \* SIMMONS HAROLD C

(First)

(Street)

(State)

2. Issuer Name and Ticker or Trading

Symbol

Filed(Month/Day/Year)

VALHI INC /DE/ [VHI]

3. Date of Earliest Transaction

(Month/Day/Year) 08/01/2013

5430 LBJ FREEWAY, SUITE 1700

(Middle)

(Zip)

4. If Amendment, Date Original

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

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

(Check all applicable)

Chairman of the Board

X\_\_ 10% Owner

\_ Other (specify

**OMB APPROVAL** 

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Applicable Line)

\_X\_\_ Director

X\_ Officer (give title

Issuer

below)

Form filed by One Reporting Person X\_ Form filed by More than One Reporting Person

DALLAS, TX 75240

(City)

		14,	010 1 - 11011	-Delivative	Secui	nies Acquir	ia, Disposca oi, o	i benefician	y 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)	· /			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)		
Common stock, \$0.01 par value per share	08/01/2013		<u>J(1)</u>	117,121	A	\$ 16.651 (2)	1,112,762	I	By Contran	
Common stock, \$0.01 par value per share	08/01/2013		J <u>(1)</u>	308	A	\$ 16.9	1,113,070	I	By Contran	
Common stock,	08/01/2013		<u>J(1)</u>	736	A	\$ 16.9243	1,113,806	I	By Contran	

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\$0.01 par value per share								(3)
Common stock, \$0.01 par value per share	08/01/2013	J <u>(1)</u>	601	A	\$ 16.95	1,114,407	I	By Contran
Common stock, \$0.01 par value per share	08/01/2013	J <u>(1)</u>	2,071	A	\$ 16.9748	1,116,478	I	By Contran
Common stock, \$0.01 par value per share	08/01/2013	<u>J(1)</u>	10,000	A	\$ 17	1,126,478	I	By Contran
Common stock, \$0.01 par value per share						1,851,880	D	
Common stock, \$0.01 par value per share						314,033,148	I	by VHC
Common stock, \$0.01 par value per share						1,100,541	I	by CDCT
Common stock, \$0.01 par value per share						818,514	I	by Spouse (6)

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)

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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. Transactic Code (Instr. 8)	5.  onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Title a Amount of Underlying Securities (Instr. 3 a	of ng s	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5)  (A) (D)	Date Exercisable	Expiration Date	or Title Nu of	umber		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	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						
Cianaturas								

## **Signatures**

A. Andrew R. Louis, Attorney-in-fact, for Harold C.

Simmons

\*\*Signature of Reporting Person

Date

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

Corporation

\*\*Corporation

Date

08/01/2013

\*\*Signature of Reporting Person Date

## **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) Opern market purchase by Contran Corporation. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship between the persons joining in this filing.
- The price reported in Column 4 is a weighted average price. These acquisitions involved 32 purchases at prices ranging from \$15.8594 to \$16.8500 per share. The reporting persons undertake to provide to the issuer, any security holder of the issuer or the U.S. Securities and Exchange Commission, upon request, the full information regarding these purchases.
- (3) Directly held by Contran Corporation. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship between the persons joining in this filing.
- (4) Directly held by Valhi Holding Company. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship to the persons joining in this filing.

**(5)** 

Reporting Owners 3

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Directly owned 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 relationship to the persons joining in this filing.

Directly held by the reporting person's spouse. Mr. Simmons disclaims beneficial ownership of any shares of the issuer's common stock (6) that his spouse holds. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationships to the persons joining in this filing.

#### **Remarks:**

**Exhibit Index** 

Exhibit 99 - 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.