#### SIMMONS HAROLD C

Form 4

value per share

Common stock,

December 15	5, 2011									
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION							OMB APPROVAL			
	UNITED STA					INGE (	COMMISSION	OMB Number:	3235-0287	
Check the if no long subject to Section 1 Form 4 or Form 5 obligation may cont See Instru	STATEMEN  6. r Filed pursuan  Section 17(a) of	T OF CHAN  at to Section 1  the Public U	Washington, D.C. 20549  HANGES IN BENEFICIAL OWN SECURITIES  ion 16(a) of the Securities Exchanglic Utility Holding Company Act of the Investment Company Act of 194				e Act of 1934, f 1935 or Section	January 31, 2005 verage rs per 0.5		
1(b). (Print or Type I	Responses)									
			2. Issuer Name <b>and</b> Ticker or Trading Symbol VALHI INC /DE/ [VHI]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle		3. Date of Earliest Transaction (Check				k all applicable)			
5430 LBJ F		(Month/Day/Year) 12/15/2011				_X_ Director _X_ 10% Owner _X_ Officer (give title Other (specify below)  Chairman of the Board				
DALLAS, T	(Street)  FX 75240		endment, Da nth/Day/Year	_	ıl		6. Individual or Jo Applicable Line) _X_ Form filed by C Form filed by M Person	One Reporting Per	rson	
(City)	(State) (Zip)	Tah	le I - Non-I	Derivative	Secui	rities A <i>c</i> o	uired, Disposed of	or Reneficial	ly Owned	
1.Title of Security (Instr. 3)	(Month/Day/Year) Execution any	ransaction Date 2A. Deemed			ties A	equired ed of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
Common stock, \$0.01 par value per share	12/15/2011		Code V	Amount 3,214		Price	(Instr. 3 and 4) 393,430	D		
Common stock, \$0.01 par value per	12/15/2011		P	56	A	\$ 52.75	393,486	D		

by VHC  $\underline{^{(1)}}$ 

104,677,716 I

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\$0.01 par value per share			
Common stock, \$0.01 par value per share	2,122,339	I	by TFMC
Common stock, \$0.01 par value per share	366,847	I	by CDCT
Common stock, \$0.01 par value per share	219,796	I	by Spouse
Common stock, \$0.01 par value per share	25,915	I	by Contran (5)

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration Da	ate	Amou	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration		or Number	
						Exercisable Date		of		
				Code V	(A) (D)				Shares	
				Code v	(A) $(D)$				Shares	

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

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SIMMONS HAROLD C

5430 LBJ FREEWAY, SUITE 1700 X X Chairman of the Board

DALLAS, TX 75240

## **Signatures**

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

Simmons 12/15/2011

\*\*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) 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 reporting person.
- (2) Directly held by TIMET Finance Management Company. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship to the reporting person.
- (3) 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 relationship to the reporting person.
- (4) Directly held by the reporting person's spouse.
- (5) Directly held by Contran Corporation. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship to the reporting person.

#### **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.

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