#### SIMMONS HAROLD C

Form 4

February 08, 2012

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

**OMB APPROVAL** 

3235-0287

Expires:

January 31, 2005

0.5

Estimated average

response...

burden hours per

Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

if no longer

subject to

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

1(b).

Common

stock,

02/08/2012

(Print or Type I	Responses)										
1. Name and Address of Reporting Person * SIMMONS HAROLD C			2. Issuer Name and Ticker or Trading Symbol VALHI INC /DE/ [VHI]					5. Relationship of Reporting Person(s) to Issuer			
(Last) 5430 LBJ F	(First) REEWAY, SUI	(Middle) TE 1700	3. Date of Earliest Transaction (Month/Day/Year) 02/08/2012					_X_ Director _X_ Officer (give below)	X_ Officer (give title Other (specify		
				endment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	rities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. Transactio Code (Instr. 8)	(Instr. 3, 4 and 5)  Beneficially Owned (D) or Following Reported (Instr. 4) Transaction(s)			Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common stock, \$0.01 par value per share	02/08/2012			Code V	Amount 200	or (D)	Price \$ 53.99	(Instr. 3 and 4) 405,010	D		
Common stock, \$0.01 par value per share	02/08/2012			P	200	A	\$ 54	405,210	D		

P

1,600

\$

54.75

Α

406,810

D

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\$0.01 par value per share								
Common stock, \$0.01 par value per share	02/08/2012	P	498	A	\$ 55.25	407,308	D	
Common stock, \$0.01 par value per share						104,677,716	I	by VHC
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						242,217	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 Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene
	Derivative				Securities	S	(Instr. 3 and 4)		Own

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Security Acquired (A) or Disposed of (D)

(Instr. 3, 4, and 5)

Code V (A) (D) Date

Relationshine

Exercisable

Expiration Title Amount Date

or

Follo

Repo

Trans

(Insti

Number of Shares

# **Reporting Owners**

Reporting Owner Name / Address	remaionompo						
	Director	10% Owner	Officer	Other			
SIMMONS HAROLD C							
5430 LBJ FREEWAY, SUITE 1700	X	X	Chairman of the Board				

### **Signatures**

DALLAS, TX 75240

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

02/08/2012 Simmons

> \*\*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).
- Directly held by Valhi Holding Company. See the Additional Information filed as Exhibit 99 to this statement for a description of the **(1)** relationship to the reporting person.
- Directly held by TIMET Finance Management Company. See the Additional Information filed as Exhibit 99 to this statement for a **(2)** description of the relationship to the reporting person.
- Directly held by the Contran Amended and Restated Deferred Compensation Trust. See the Additional Information filed as Exhibit 99 to **(3)** this statement for a description of the relationship to the reporting person.
- (4) Directly held by the reporting person's spouse.
- Directly held by Contran Corporation. See the Additional Information filed as Exhibit 99 to this statement for a description of the **(5)** 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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