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| Form 4 | HAROLD C | | | | | | | | | | |
|--|---|--------|---|---------------------------------------|---------------------------------------|-----------------|-------------------------|---|---|---|--|
| October 19, | | | | | | | | | OMB AF | PROVAL | |
| FORM | /1 4 UNITED | STATES | | | | | | OMMISSION | OMB Number: | 3235-0287 | |
| Subject to Section 16. Form 4 or | | | Washington, D.C. 20549 F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, | | | | | | HumberJanuary 31, 2005Expires:2005Estimated average burden hours per response0.5 | | |
| obligation may con <i>See</i> Inst 1(b). | ntinue. Section 170 | • / | | • | U | - | ny Act of act of 194 | 1935 or Section 0 | | | |
| (Print or Type | Responses) | | | | | | | | | | |
| | Address of Reporting S HAROLD C | | Symbol | er Name ar I INC /D | | | ling | 5. Relationship of I Issuer | | | |
| (Last) | (First) (| | | of Earliest | | | | (Check | all applicable |) | |
| 5430 LBJ I | FREEWAY, SUIT | | (Month/ 10/19/2 | Day/Year) 2012 | | | | X Director X Officer (give t below) Chairm | title $\underline{X}_{10\%}$ 10% below) an of the Boar | r (specify | |
| | (Street) | | | endment, I onth/Day/Ye | - | al | | 6. Individual or Joi Applicable Line) _X_ Form filed by On Form filed by M | ne Reporting Per | rson | |
| DALLAS, | TX 75240 | | | | | | | Form filed by Mo Person | ore than One Re | porting | |
| (City) | (State) | (Zip) | Tab | ole I - Non- | Derivativ | e Secu | urities Acq | uired, Disposed of, | or Beneficial | ly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | | Date, if | 3. Transacti Code (Instr. 8) | 4. Securi oror Dispo (Instr. 3, | sed of 4 and | |) 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | | (A) or | | Transaction(s) (Instr. 3 and 4) | (Instr. 4) | | |
| Common stock, | | | | Code V | Amount | (D) | Price | (iiisu. 5 and 4) | | | |
| \$0.01 par value per share | 10/19/2012 | | | Р | 500 | A | \$ 11.91 | 1,634,353 | D | | |
| Common stock, \$0.01 par value per share | 10/19/2012 | | | Р | 200 | A | \$ 11.92 | 1,634,553 | D | | |
| Common stock, | 10/19/2012 | | | Р | 1,300 | А | \$ 11.95 | 1,635,853 | D | | |

| \$0.01 par value per share | | | | | | | | |
|--|------------|---|-------|---|---------------|-------------|---|------------------|
| Common stock, \$0.01 par value per share | 10/19/2012 | Р | 2,000 | A | \$ 11.9599 | 1,637,853 | D | |
| Common stock, \$0.01 par value per share | 10/19/2012 | Р | 5,104 | A | \$ 11.96 | 1,642,957 | D | |
| Common stock, \$0.01 par value per share | 10/19/2012 | Р | 300 | A | \$ 11.99 | 1,643,257 | D | |
| Common stock, \$0.01 par value per share | 10/19/2012 | Р | 896 | A | \$ 11.9999 | 1,644,153 | D | |
| Common stock, \$0.01 par value per share | 10/19/2012 | Р | 1,700 | A | \$ 12 | 1,645,853 | D | |
| Common stock, \$0.01 par value per share | | | | | | 818,514 | I | By spouse (1) |
| Common stock, \$0.01 par value per share | | | | | | 314,033,148 | I | by VHC (2) |
| Common stock, \$0.01 par value per share | | | | | | 6,367,017 | Ι | by TFMC |
| Common stock, \$0.01 par | | | | | | 1,100,541 | Ι | by CDCT (4) |

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| value per share | | | |
|--|--------|---|----------------------|
| Common stock, \$0.01 par value per share | 77,745 | Ι | 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.

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

| 1. Title of Derivative | 2. Commission | 3. Transaction Date (Month/Day/Year) | | 4. Transis | 5. | 6. Date Exerc | | 7. Title Amour | | 8. Price of Derivative | 9. Nu Daria |
|---------------------------|---------------------------|---|------------------|--------------------|------------|------------------------------|------------|-------------------|---------------|---------------------------|----------------|
| Security | Conversion or Exercise | (Wonth Day Tear) | any | Transactio Code | of | Expiration Da (Month/Day/ | | Under | | Security | Deriv Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | · · | , | Securi | | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. | 3 and 4) | | Owne |
| | Security | | | | Acquired | | | | | | Follo |
| | | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | | or Naarbaa | | |
| | | | | | | Exercisable | Date | Title | Number of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |
| | | | | Coue v | (A) (D) | | | | Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|-----------------------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| SIMMONS HAROLD C 5430 LBJ FREEWAY, SUITE 1700 DALLAS, TX 75240 | Х | Х | Chairman of the Board | | | | |
| Signatures | | | | | | | |
| A. Andrew R. Louis, Attorney-in-fact | t, for Harc | old C. | | | | | |
| Simmons | | | 10/19/2012 | | | | |
| **Signature of Reporting Per | | 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 the reporting person's spouse. The reporting person disclaims beneficial ownership of any shares of the issuer's common stock that his spouse holds.
- (2) 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.
- (3) 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.
- (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 relationship to the reporting person.
- (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.