

SIMMONS HAROLD C
Form 4
August 26, 2011

FORM 4

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

OMB APPROVAL

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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

(Last) (First) (Middle)

5430 LBJ FREEWAY, SUITE 1700

(Street)

DALLAS, TX 75240

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
VALHI INC /DE/ [VHI]

3. Date of Earliest Transaction (Month/Day/Year)
08/26/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of the Board

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)			
			Code	V	Amount	(D)	Price			
Common Stock, \$0.01 par value per share	08/26/2011		P ⁽¹⁾		100	A	\$ 55.2	1,741,052	I	by TFMC ⁽²⁾
Common Stock, \$0.01 par value per share	08/26/2011		P ⁽¹⁾		4,900	A	\$ 55.4	1,745,952	I	by TFMC ⁽²⁾
Common Stock,	08/26/2011		P ⁽¹⁾		399	A	\$ 57.54	1,746,351	I	by TFMC ⁽²⁾

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\$0.01 par value per share									
Common Stock, \$0.01 par value per share	08/26/2011	<u>P⁽¹⁾</u>	400	A	\$ 57.61	1,746,751	I	by TFMC <u>(2)</u>	
Common Stock, \$0.01 par value per share	08/26/2011	<u>P⁽¹⁾</u>	100	A	\$ 57.64	1,746,851	I	by TFMC <u>(2)</u>	
Common Stock, \$0.01 par value per share	08/26/2011	<u>P⁽¹⁾</u>	100	A	\$ 57.75	1,746,951	I	by TFMC <u>(2)</u>	
Common Stock, \$0.01 par value per share	08/26/2011	<u>P⁽¹⁾</u>	1,499	A	\$ 57.85	1,748,450	I	by TFMC <u>(2)</u>	
Common Stock, \$0.01 par value per share	08/26/2011	<u>P⁽¹⁾</u>	2,502	A	\$ 58	1,750,952	I	by TFMC <u>(2)</u>	
Common Stock, \$0.01 par value per share						104,762,216	I	by VHC <u>(3)</u>	
Common Stock, \$0.01 par value per share						366,847	I	by CDCT <u>(4)</u>	
Common Stock, \$0.01 par value per share						380,216	D		
Common Stock, \$0.01 par						219,796	I	by Spouse <u>(5)</u>	

value per share
Common Stock,
\$0.01 par value per share

25,915

I

by
Contran (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.

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 3)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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		
VALHI HOLDING CO 5430 LBJ FREEWAY, SUITE 1700 DALLAS, TX 75240		X		
DIXIE RICE AGRICULTURE CORP INC 5430 LBJ FREEWAY, SUITE 1700		X		

