SIMMONS HAROLD C

Form 4

January 15, 2013

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

OMB APPROVAL

January 31, 2005

0.5

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obligations

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

may continue. See Instruction

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).

(Print or Type Responses)

1. Name and Address of Reporting Person * SIMMONS HAROLD C

2. Issuer Name and Ticker or Trading Symbol

Issuer

5. Relationship of Reporting Person(s) to

(Last)

(First)

(Middle)

VALHI INC /DE/ [VHI] 3. Date of Earliest Transaction

4. If Amendment, Date Original

Filed(Month/Day/Year)

_X__ Director

X__ 10% Owner

5430 LBJ FREEWAY, SUITE 1700

(Month/Day/Year) 01/15/2013

X_ Officer (give title below)

Other (specify

(Street)

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

(Check all applicable)

Chairman of the Board

Person

DALLAS, TX 75240

1 THE COURT OF THE PARTY OF THE	7. Nature of
1.Title of Security (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 3) Execution Date, if any (Month/Day/Year) (Instr. 8) (Month/Day/Year) (Instr. 8) (A) (Instr. 4) (Instr. 4) (Instr. 3) (A) (Instr. 4) (Instr. 3) (orm: Direct Beneficial O) or Ownership direct (I) (Instr. 4)

stock,

\$0.01 par 01/15/2013 value per

P 2,000

1,788,043

D

Common

stock. \$0.01 par

share

P 100 \$ 14.6 1,788,143 01/15/2013 D

value per share

Common stock,

818,514

Ι By spouse

(1)

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\$0.01 par value per share			
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	77,745	I	by Contran (4)

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)

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

$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transac Code (Instr. 8	5. tionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	
				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

Reporting Owners 2

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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

01/15/2013

**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) 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 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 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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