SIMMONS HAROLD C

Form 4

August 19, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

January 31, 2005

0.5

Estimated average

OMB APPROVAL

burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue.

1. Name and Address of Reporting Person *

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

2. Issuer Name and Ticker or Trading

VALHI INC /DE/ [VHI]

Symbol

1(b).

value

(Print or Type Responses)

SIMMONS HAROLD C

See Instruction

(Last)	(First)	(Middle)	3. Date of	of Earliest T	Transaction			`	,	
5430 LBJ I	FREEWAY, SUI	ГЕ 1700	(Month/I 08/19/2	Day/Year) 2009			_	_X Director _X Officer (give ti pelow) Chairma	X 10% tle Other below) an of the Board	(specify
DALLAS,	(Street)			endment, Donth/Day/Yea	· ·	al	<i>P</i>	o. Individual or Joir Applicable Line) Form filed by One X_ Form filed by Mo	e Reporting Pers	son
DALLAS,	1A /3240						F	Person		
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8)	4. Securit ord Dispos (Instr. 3, 4)	ed of (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 Beneficial Ownership (Instr. 4)
Common Stock \$0.01 par value	08/19/2010			J <u>(1)</u>	100	A	\$ 14.01	1,270,043	I	by TFMC
Common Stock \$0.01 par value	08/19/2010			<u>J(1)</u>	200	A	\$ 14.03	1,270,243	I	by TFMC
Common Stock \$0.01 par	08/19/2010			J <u>(1)</u>	500	A	\$ 14.08	1,270,743	I	by TFMC

Common Stock \$0.01 par value	08/19/2010	J <u>(1)</u>	200	A	\$ 14.1	1,270,943	I	by TFMC
Common Stock \$0.01 par value	08/19/2010	J <u>(1)</u>	289	A	\$ 14.11	1,271,232	I	by TFMC
Common Stock \$0.01 par value	08/19/2010	J <u>(1)</u>	1,200	A	\$ 14.2	1,272,432	I	by TFMC
Common Stock \$0.01 par value	08/19/2010	J <u>(1)</u>	200	A	\$ 14.3	1,272,632	I	by TFMC
Common Stock \$0.01 par value	08/19/2010	J <u>(1)</u>	100	A	\$ 14.32	1,272,732	I	by TFMC
Common Stock \$0.01 par value	08/19/2010	J <u>(1)</u>	300	A	\$ 14.35	1,273,032	I	by TFMC
Common Stock \$0.01 par value	08/19/2010	J <u>(1)</u>	100	A	\$ 14.37	1,273,132	I	by TFMC
Common Stock \$0.01 par value	08/19/2010	J <u>(1)</u>	500	A	\$ 14.41	1,273,632	I	by TFMC
Common Stock \$0.01 par value	08/19/2010	J <u>(1)</u>	100	A	\$ 14.42	1,273,732	I	by TFMC
Common Stock \$0.01 par value	08/19/2010	J <u>(1)</u>	500	A	\$ 14.45	1,274,232	I	by TFMC
Common Stock \$0.01 par value	08/19/2010	J <u>(1)</u>	2,300	A	\$ 14.47	1,276,532	I	by TFMC
	08/19/2010	J <u>(1)</u>	49,100	A	\$ 14.5	1,325,632	I	

Common Stock \$0.01 par value								by TFMC
Common Stock \$0.01 par value	08/19/2010	J <u>(1)</u>	11	A	\$ 14.55	1,325,643	I	by TFMC
Common Stock \$0.01 par value	08/19/2010	J <u>(1)</u>	1,400	A	\$ 14.9	1,327,043	I	by TFMC
Common Stock \$0.01 par value	08/19/2010	J <u>(1)</u>	16	A	\$ 14.91	1,327,059	I	by TFMC
Common Stock \$0.01 par value	08/19/2010	J <u>(1)</u>	100	A	\$ 14.93	1,327,159	I	by TFMC
Common Stock \$0.01 par value	08/19/2010	J <u>(1)</u>	600	A	\$ 14.94	1,327,759	I	by TFMC
Common Stock \$0.01 par value	08/19/2010	J <u>(1)</u>	200	A	\$ 14.95	1,327,959	I	by TFMC
Common Stock \$0.01 par value	08/19/2010	J <u>(1)</u>	200	A	\$ 14.96	1,328,159	I	by TFMC
Common Stock \$0.01 par value	08/19/2010	J <u>(1)</u>	100	A	\$ 14.9699	1,328,259	I	by TFMC
Common Stock \$0.01 par value	08/19/2010	J <u>(1)</u>	500	A	\$ 14.97	1,328,759	I	by TFMC
Common Stock \$0.01 par value	08/19/2010	<u>J(1)</u>	300	A	\$ 14.99	1,329,059	I	by TFMC
						104,813,316	I	

Common Stock \$0.01 par value			by VHC
Common Stock \$0.01 par value	366,847	I	by CDCT
Common Stock \$0.01 par value	203,065	I	by Spouse (5)
Common Stock \$0.01 par value	318,183	D	
Common Stock \$0.01 par value	15,000	I	by Contran

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 Exer	cisable and	7. Tit	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	tionNumber	Expiration D	ate	Amou	ınt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Unde	rlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivativ	e		Secur	rities	(Instr. 5)
	Derivative				Securities	S		(Instr	. 3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration		or	
						Exercisable	Date	Title	Number	
									of	
				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 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 DALLAS, TX 75240		X						

Signatures

A. Andrew R. Louis, Attorney-in-fact, for Harold C. Simmons	08/19/2010				
**Signature of Reporting Person	Date				
A. Andrew R. Louis, Secretary, for Contran Corporation	08/19/2010				
**Signature of Reporting Person	Date				
A. Andrew R. Louis, Secretary, for Valhi Holding Company					
**Signature of Reporting Person	Date				
A. Andrew R. Louis, Secretary, for Dixie Rice Agricultural Corporation, Inc.	08/19/2010				
**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).
- Open market purchase by TIMET Finance Management Company. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationships to the persons joining in this filing.
- (2) Directly held by TIMET Finance Management Company. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationships to the persons joining in this filing.
- (3) Directly held by Valhi Holding Company. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship among the persons joining in this filing.
- (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 relationships to the persons joining in this filing.
- Directly held by the reporting person's spouse. Mr. Simmons disclaims beneficial ownership of any shares of the issuer's common stock that his spouse holds. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationships among the persons joining in this filing.
- (6) Directly held by Contran Corporation. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship among the persons joining in this filing.

Reporting Owners 5

Remarks:

Exhibit Index:

Exhibit 99 - Additional Information

Harold C. Simmons and his spouse own 318,183 and 203,065 shares, respectively, of the common stock of the issuer. Mr. Sir

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.