VALHI INC /DE/ Form 4 July 19, 2013

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

Form 4 or Form 5 obligations **SECURITIES**

Estimated average burden hours per response...

5. Relationship of Reporting Person(s) to

Issuer

683,344

13.8897

Ι

may continue. See Instruction

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

Symbol

0.5

1(b).

Common

stock,

07/19/2013

(Print or Type Responses)

SIMMONS HAROLD C

1. Name and Address of Reporting Person *

		V	VALHI INC /DE/ [VHI]				(Check all applicable)		
(Month/			Date of Earlie Month/Day/Ye 07/19/2013		_	X DirectorX 10% OwnerX Officer (give title Other (specify below) Chairman of the Board			
(Street) 4. If Am Filed(MDALLAS, TX 75240				nt, Date Origin /Year)	al	A ₁	6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person _X_ Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - N	on-Derivativ	Secur		ed, Disposed of, o	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Da any (Month/Day/Y	Code	ctionDisposed (Instr. 3, 4	of (D)		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 per share	07/19/2013		J <u>(1)</u>	204,534	A	\$ 13.5	677,248	I	By Contran
Common stock, \$0.01 par value per share	07/19/2013		J <u>(1)</u>	1,096	A	\$ 13.8893	678,344	I	By Contran

5,000

J(1)

By

Contran

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\$0.01 par value per share								(2)
Common stock, \$0.01 par value per share	07/19/2013	J <u>(1)</u>	5,000	A	\$ 13.8899	688,344	I	By Contran
Common stock, \$0.01 par value per share	07/19/2013	J <u>(1)</u>	2,800	A	\$ 13.9	691,144	I	By Contran
Common stock, \$0.01 par value per share	07/19/2013	J <u>(1)</u>	307	A	\$ 13.95	691,451	I	By Contran
Common stock, \$0.01 par value per share						1,851,880	D	
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						818,514	I	by Spouse

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)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	Ĭ				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						Ì
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
						2.1010154010	2410		of		
				Code 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	X	X	Chairman of the Board					
CONTRAN CORP 5430 LBJ FREEWAY, SUITE 1700 DALLAS, TX 75240		X						
Ciamatuma a								

Signatures

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

Simmons

**Signature of Reporting Person

Date

A. Andrew R. Louis, Assistant Secretary, for Contran

Corporation

**Circle of Reporting Person

O7/19/2013

**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) Opern market purchase by Contran Corporation. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship between the persons joining in this filing.
- (2) Directly held by Contran Corporation. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship between 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 to the persons joining in this filing.
- (4) Directly owned 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 persons joining in this filing.
- (5) 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 to the

Reporting Owners 3

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persons joining in this filing.

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.