SIMMONS HAROLD C

Form 4/A July 28, 2011

FORM 4

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

OMB APPROVAL OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

SIMMONS 1	HAROLD C	ing Person _	2. Issuer Symbol VALHI	Name an INC /DI			l'radın	g	Issuer (Ch.	, ,	. ,
(Last) 5430 LBJ FF	(First)	(Middle) JITE 1700	3. Date of (Month/Da 07/28/20	ay/Year)	rans	saction			_X_ Director _X_ Officer (give below)	ck all applicable X 109 re title Oth below) man of the Boa	% Owner er (specify
DALLAS, T	(Street)		4. If Amer Filed(Mont 07/28/20	h/Day/Yea		Original			6. Individual or J Applicable Line) Form filed by _X_ Form filed by Person	One Reporting Pe	rson
(City)	(State)	(Zip)	Table	I - Non-	Deri	ivative S	ecuri	ties Ac	quired, Disposed o	of, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Execution	med on Date, if Day/Year)	3. Transact Code (Instr. 8)	tionA L) (Disposed Instr. 3, 4	(A) o 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)	
Stock, \$0.01 par value per share	07/28/2011			P(1)	1	151	A	\$ 54	1,617,150	I	by TFMC
Common Stock, \$0.01 par value per share									104,762,216	I	by VHC (3)
Common Stock,									366,847	I	by CDCT

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\$0.01 par value per share			
Common Stock, \$0.01 par value per share	380,216	D	
Common Stock, \$0.01 par value per share	219,796	I	by Spouse
Common Stock, \$0.01 par value per share	25,915	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 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. Transacti Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	Amou T) Under Secur	tle and unt of erlying rities :. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	4, and 5) (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 Chairman of the Board 5430 LBJ FREEWAY, SUITE 1700 X X DALLAS, TX 75240 **CONTRAN CORP** 5430 LBJ FREEWAY, SUITE 1700 X **DALLAS, TX 75240** VALHI HOLDING CO X 5430 LBJ FREEWAY, SUITE 1700 **DALLAS, TX 75240** DIXIE RICE AGRICULTURE CORP INC 5430 LBJ FREEWAY, SUITE 1700 X DALLAS, TX 75240

Signatures

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

Simmons 07/28/2011

**Signature of Reporting Person Date

A. Andrew R. Louis, Secretary, for Contran Corporation 07/28/2011

**Signature of Reporting Person Date

A. Andrew R. Louis, Secretary, for Contran Corporation 07/28/2011

**Signature of Reporting Person Date

A. Andrew R. Louis, Secretary, for Contran Corporation 07/28/2011

**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) 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 wife. Mr. Simmons disclaims beneficial ownership of any shares of the issuer's common stock that (5) his wife 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.

Remarks:

This amendment is filed solely to add attachment EX-99.

Signatures 3

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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.