SIMMONS HAROLD C

Form 4

Common stock,

September 0'	7, 2012										
FORM	14		an arin	· · · · · · · · · · · · · · · · · · ·		~~~ ·	NOT 6		OMB AF	PROVAL	
	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549					OMB Number:	3235-0287				
Check this if no long									Expires:	January 31,	
subject to	ENT OF	F CHANGES IN BENEFICIAL OWN					NERSHIP OF	Estimated a	2005 average		
Section 16. Form 4 or Form 5 Filed pursuant to Section 1				SECURITIES 16(a) of the Securities Exchange				e Act of 1934,	burden hour response		
obligation may cont <i>See</i> Instru 1(b).	inue. Section 17(a			tility Holo vestment	_		4	f 1935 or Sectio 40	n		
(Print or Type I	Responses)										
			2. Issuer Name and Ticker or Trading Symbol				ng	5. Relationship of Reporting Person(s) to Issuer			
				INC /DE				(Check all applicable)			
(Last)	(First) (N	liddle)	3. Date of (Month/D	f Earliest Ti	ransaction			_X_ Director	_X_ 10%	Owner	
5430 LBJ F	REEWAY, SUIT	E 1700	09/07/2	•				X_ Officer (give below)		r (specify	
	(Street)			ndment, Da nth/Day/Year	_	ıl		6. Individual or Jo Applicable Line) _X_ Form filed by 0	One Reporting Per	rson	
DALLAS, T	ΓX 75240							Form filed by M Person	Nore than One Re	porting	
(City)	(State)	Zip)	Tabl	e I - Non-E	Derivative	Secur	rities Acq	uired, Disposed of	f, or Beneficial	y Owned	
1.Title of Security (Instr. 3)		Fransaction Date 2A. Deemed onth/Day/Year) Execution Date, any (Month/Day/Ye			Code (Instr. 3, 4 and 5)				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	09/07/2012			P	2,000	A	\$ 12.55	1,575,853	D		
Common stock, \$0.01 par value per share								818,514	I	By spouse (1)	

by VHC $\underline{^{(2)}}$

314,033,148 I

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\$0.01 par value per share			
Common stock, \$0.01 par value per share	6,367,017	I	by TFMC
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 (5)

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. Transaction Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,			Amour Underl Securit	nt of lying	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 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

09/07/2012

**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 TIMET Finance Management Company. 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 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.
- (5) 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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