

VALHI INC /DE/  
Form 3  
February 26, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

|   |   |  |   |   |   |
|---|---|--|---|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Harold C. Simmons Family Trust No. 2</p> <p>(Last) (First) (Middle)</p> <p>THREE LINCOLN CENTER,<br/>5430 LBJ FREEWAY, Â SUITE 1700</p> <p>(Street)</p> <p>DALLAS, Â TX Â 75240</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>12/28/2013</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>VALHI INC /DE/ [VHI]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br/><input type="checkbox"/> Officer <input type="checkbox"/> Other<br/>(give title below) (specify below)</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person<br/><input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|--|---|---|---|

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4)       | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|--|--|---|--|
| Common Stock, par value \$0.01 per share | 318,156,746  | I   | By VHC <sup>(1)</sup>                                    |
| Common Stock, par value \$0.01 per share | 2,689,394  | D <sup>(2)</sup>  | Â  |
| Common Stock, par value \$0.01 per share | 87,900   | I   | By Grandchildren's Trust <sup>(3)</sup>                  |
| Common Stock, par value \$0.01 per share | 1,212  | D <sup>(4)</sup>  | Â  |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|---|--|--|--|--|---|
|   | Date<br>Exercisable  | Expiration<br>Date   | Title  | Amount or<br>Number of<br>Shares   |   |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Harold C. Simmons Family Trust No. 2<br>THREE LINCOLN CENTER, 5430 LBJ FREEWAY<br>SUITE 1700<br>DALLAS, TX 75240 | ^             | ^ X       | ^       | ^     |
| Harold C. Simmons Family Trust No. 1<br>THREE LINCOLN CENTER, 5430 LBJ FREEWAY<br>SUITE 1700<br>DALLAS, TX 75240 | ^             | ^ X       | ^       | ^     |
| Simmons Annette C<br>5430 LBJ FREEWAY, SUITE 1700<br>DALLAS, TX 75240  | ^             | ^ X       | ^       | ^     |
| Simmons Lisa K<br>THREE LINCOLN CENTER, 5430 LBJ FREEWAY<br>SUITE 1700<br>DALLAS, TX 75240                       | ^             | ^ X       | ^       | ^     |
| CONNELLY SERENA S<br>THREE LINCOLN CENTER, 5430 LBJ FREEWAY<br>SUITE 1700<br>DALLAS, TX 75240                    | ^             | ^ X       | ^       | ^     |

## Signatures

|  |            |
|--|------------|
| A. Andrew R. Louis, Attorney-in-fact, for Lisa K. Simmons, Co-Trustee of the Harold C. Simmons Family Trust No. 1    | 02/25/2014 |
| **Signature of Reporting Person  | Date       |
| A. Andrew R. Louis, Attorney-in-fact, for Serena S. Connelly, Co-Trustee of the Harold C. Simmons Family Trust No. 1 | 02/25/2014 |
| **Signature of Reporting Person  | Date       |
| A. Andrew R. Louis, Attorney-in-fact, for Lisa K. Simmons, Co-Trustee of the Harold C. Simmons Family Trust No. 2    | 02/25/2014 |
| **Signature of Reporting Person  | Date       |
| A. Andrew R. Louis, Attorney-in-fact, for Serena S. Connelly, Co-Trustee of the Harold C. Simmons Family Trust No. 2 | 02/25/2014 |

Signature of Reporting Person

Date

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

02/25/2014

Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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 Valhi Holding Company. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship of additional persons who may be deemed to beneficially own these shares
  - (2) Consists of 1,870,850 shares held directly by the estate of Harold C. Simmons of which Annette C. Simmons is the independent executor and the designated legatee of these shares and 818,514 shares she holds directly. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationships among the reporting owners.
  - (3) Directly held by The Annette Simmons Granchildren's 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 to beneficially own these shares.
  - (4) Directly held by Serena S. Connelly.

^

### Remarks:

Exhibit^ Index

99^ Additional^ Information

Exhibit^ 24.1^ Lisa^ K.^ Simmons^ Power^ of^ Attorney

Exhibit^ 24.2^ Serena^ S.^ Connelly^ Power^ of^ Attorney

Exhibit^ 24.3^ Harold^ C.^ Simmons^ Family^ Trust^ No.^ 1^ Power^ of^ Attorney

Exhibit^ 24.4^ Harold^ C.^ Simmons^ Family^ Trust^ No.^ 2^ Power^ of^ Attorney

Exhibit^ 24.5^ Annette^ C.^ Simmons^ Power^ of^ Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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