Check this box if no

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

DVAL											
OMB Number: 3235-0287											
December 31, 2014											
Estimated average burden											
0.5											

longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person <sup>*</sup> HAROLD SIMMONS FOUNDATION INC			2. Issuer Name <b>and</b> Ticker or Trading Symbol VALHI INC /DE/ [VHI]	5. Relationship of Reporting Person(s) to Issuer				
(Last) 5430 LBJ FF	(First) REEWAY, SUITI	(Middle) E 1700	3. Date of Earliest Transaction (Month/Day/Year) 06/23/2014	(Check all applicable) Director 10% Owner Officer (give X Other (speci title below) Affiliate				
(Street) DALLAS (City)	DALLAS TX 75240		4. If Amendment, Date of Original Filed (Month/Day/Year)	<ul> <li>6. Individual or Joint/Group Filing (Check Applicable Line)</li> <li>X Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting Person</li> </ul>				

	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1.Title of Security (Instr. 3)	Date	2A. Deemed Execution Date, if any (Month/Day/Year)	3.4. Securities AcquiredTransaction(A) or Disposed of (D)Code(Instr. 3, 4 and 5)				ed of (D)	5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership			
			Code	v	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	or Indirect (I) (Instr. 4)	(Instr. 4)			
Common Stock, \$0.01 par value per share	06/23/2014		S		172,254	D	\$ 5.0313 <sup>(1)</sup>	1,557,765	D				

	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. Transac Code (Instr. 8			vative urities uired or osed 0) r. 3,	6. Date Exercisable and Expiration Date (Month/Day/Year)		sable 7. Title and Date Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

## Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. These dispositions involved 19 sales at prices ranging from \$5.00 to \$5.10 per share. The reporting person undertakes to provide to the issuer, any security holder of the issuer or the U.S. Securities and Exchange Commission, upon request, the full information regarding these dispositions.

A. Andrew R. Louis, Vice President, Harold Simmons 06/23/2014 Foundation, Inc. \*\* Signature of Reporting Person Date

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

\* 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).

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

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 Number.