

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities
Exchange Act of 1934

May 10, 1996

(Date of Report, date of earliest event reported)

VALHI, INC.

(Exact name of Registrant as specified in its charter)

Delaware	1-5467	87-0110150
-----	-----	-----
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

5430 LBJ Freeway, Suite 1700, Dallas, TX	75240-2697
-----	-----
(Address of principal executive offices)	(Zip Code)

(214) 233-1700

(Registrant's telephone number, including area code)

Not applicable

(Former name or address, if changed since last report)

Item 5: Other Events

On May 10, 1996, the Registrant issued the press release

attached hereto as Exhibit 99.1 which is incorporated herein by
reference.

Item 7: Financial Statements, Pro Forma Financial Information

and Exhibits

(c) Exhibit

Item No. -----	Exhibit Index -----
99.1 ----	Press release dated May 10,1996 issued by the Registrant

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

VALHI, INC.
(Registrant)

By: /s/ Steven L. Watson

Steven L. Watson
Vice President & Secretary

Date: May 10,1996

VALHI LOGO GOES HERE

PRESS RELEASE

FOR IMMEDIATE RELEASE:

VALHI, INC.
THREE LINCOLN CENTRE
5430 LBJ FREEWAY
DALLAS, TEXAS 75240-2697
(214) 233-1700

CONTACT:

JOSEPH S. COMPOFELICE
EXECUTIVE VICE PRESIDENT
(713) 423-3303

VALHI DECLARES QUARTERLY DIVIDEND AND
HOLDS ANNUAL STOCKHOLDERS MEETING

DALLAS, TEXAS . . . May 10, 1996 . . . Valhi, Inc.
(NYSE:VHI) announced today that its Board of Directors has declared a regular quarterly dividend of five cents (\$0.05) per share on its common stock, payable June 28, 1996, to stockholders of record at the close of business June 12, 1996.

Valhi also announced that five Directors of the Company were elected for terms of one year at its Annual Stockholders Meeting held today. The Directors of the Company are: Norman S. Edelcup, Kenneth R. Ferris, Glenn R. Simmons, Harold C. Simmons and J. Walter Tucker, Jr.

Valhi, Inc. is engaged in the titanium dioxide pigments, refined sugar, building products and other industries.