

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

September 10, 1997

(Date of Report, date of earliest event reported)

VALHI, INC.

(Exact name of Registrant as specified in its charter)

Delaware	1-5467	87-0110150
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State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)
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5430 LBJ Freeway, Suite 1700, Dallas, TX	75240-2697
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(Address of principal executive offices)	(Zip Code)
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(972) 233-1700

(Registrant's telephone number, including area code)

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

Item 5: Other Events

On September 10, 1997, 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
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99.1	Press release dated September 10, 1997 issued by the Registrant
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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: September 10, 1997

VALCOR, INC.

PRESS RELEASE

FOR IMMEDIATE RELEASE:

VALCOR, INC.
THREE LINCOLN CENTRE
5430 LBJ FREEWAY, SUITE 1700
DALLAS, TEXAS 75240-2697
(972) 233-1700

CONTACT:

STEVEN L. WATSON
VICE PRESIDENT
VALCOR, INC.
(972) 233-1700

JEANNE M. CARR
SENIOR VICE
PRESIDENT
MACKENZIE
PARTNERS, INC.
(212) 929-5500

VALCOR ANNOUNCES COMPLETION OF CONSENT SOLICITATION

Dallas, Texas . . . September 10, 1997 . . . Valcor, Inc., a wholly owned subsidiary of Valhi, Inc. (NYSE:VHI), announced today the successful completion of its consent solicitation to amend certain provisions of the indenture that governs Valcor's 9 5/8% Senior Notes due 2003.

Based on reports provided by the depositary, Valcor has received consents from holders representing more than a majority in principal amount of the outstanding notes. Accordingly, noteholders approved the proposed amendments as set forth in the Consent Solicitation Statement and Offer to Purchase dated August 6, 1997, as supplemented September 4, 1997. The amendments to the indenture will become effective as of the expiration of Valcor's offer to purchase the notes, which offer Valcor made concurrently with the consent solicitation. Noteholders who delivered and did not revoke a consent on or prior to 5:00 p.m. Dallas, Texas time on September 9, 1997 will receive the consent fee of \$10 per \$1,000 principal amount of the notes for which the holder delivered the consent. Valcor will pay the consent fee promptly after the expiration of the offer to purchase.

The offer to purchase expires at 5:00 p.m. Dallas, Texas time on September 18, 1997. Noteholders may continue to tender notes in the offer to purchase prior to the expiration of the offer and receive \$1,057.50 per \$1,000 principal amount of the tendered notes plus accrued and unpaid interest to, but not including, the date of purchase. Noteholders who tender after September 9, 1997, however, will not receive the consent fee.

The information agent for the offer to purchase is MacKenzie Partners, Inc. The information agent's address is 156 Fifth Avenue, New York, New York 10010 and telephone numbers are (800) 322-2885 (toll free) or (212) 929-5500 (collect call). Requests for copies of the Consent Solicitation Statement and Offer to Purchase, as supplemented September 4, 1997, should be directed to the information agent.

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