FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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Check this box if no 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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*]			2. Issuer Name and VALHI INC /					5. Relationship of Re Check all applicable X Director	(s) to Issuer 10% Owner			
(Last)	. ,		3. Date of Earliest 1 03/06/2007	Fransactic	on (Me	onth/Day/Yea	ar)		Officer (give below)	e title	Other (specify below)	
5430 LBJ FREE SUITE 1700	WAY		4. If Amendment, D	ate of Or	iginal	Filed (Month	/Day/Ye	· ·	5. Individual or Joint Line) X Form filed b	/Group Filing (C		
(Street) DALLAS	TX 75.	240								by More than Or	•	
(City)	(State) (Zip)										
	Table	I - Non-Derivat	tive Securities	Acquir	ed, I	Disposed	of, or	Benefic	ially Owned			
1. Title of Security	(Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(1150.4)	(1150.4)	
Common stock, S share	\$0.01 par value per	03/06/2007		М		1,000	A	\$12.06	25,190	D		
Common stock, S share	\$0.01 par value per	03/06/2007		М		2,000	A	\$11.06	27,190	D		
Common stock, S share	\$0.01 par value per	03/06/2007		М		2,000	A	\$10.5	29,190	D		
Common stock, S share	\$0.01 par value per	03/06/2007		М		2,000	A	\$12.45	31,190	D		
Common stock, S share	\$0.01 par value per	03/06/2007		М		2,000	A	\$10.05	33,190	D		
Common stock, S share	\$0.01 par value per								200,000	Ι	by Spouse ⁽¹⁾	
Common stock, S share	\$0.01 par value per								19,035	I	by Corporation ⁽²⁾	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

 3. Transaction
 3A. Deemed
 4.
 5.
 6. Date Exercisable and
 7. Title and
 8. Price
 9. Number

1. Title of Derivative Security (Instr. 3)		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Sect Acq (A) d Disp of (I (Inst		Numb	ative ities red sed 3,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: 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				
Non- Qualified Stock Option (right to buy)	\$12.06	03/06/2007		М		1,000		02/11/2000	02/11/2009	Common stock, \$0.01 par value per share	1,000	\$0	0	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. 5. Transaction Number Code (Instr. of		6. Date Exer Expiration D (Month/Day/	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: 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				
Non- Qualified Stock Option (right to buy)	\$11.06	03/06/2007		М		2,000		02/18/2001	02/18/2010	Common stock, \$0.01 par value per share	2,000	\$ 0	0	D	
Non- Qualified Stock Option (right to buy)	\$10.5	03/06/2007		М		2,000		02/21/2002	02/21/2011	Common stock, \$0.01 par value per share	2,000	\$0	0	D	
Non- Qualified Stock Option (right to buy)	\$ 12.45	03/06/2007		М		2,000		02/25/2003	02/25/2012	Common stock, \$0.01 par value per share	2,000	\$0	0	D	
Non- Qualified Stock Option (right to buy)	\$10.05	03/06/2007		М		2,000		02/20/2004	02/20/2013	Common stock, \$0.01 par value per share	2,000	\$0	0	D	

Explanation of Responses:

1. The reporting person disclaims beneficial ownership of these shares.

2. Held by a corporation wholly owned by the reporting person.

<u>A. Andrew R. Louis, Attorney-</u> 03/07/2007 in-fact, for J. Walter Tucker, Jr.

** 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.

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