

Edgar Filing: VALHI INC /DE/ - Form 8-K/A

VALHI INC /DE/
Form 8-K/A
November 15, 2005

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

FORM 8-K/A
(Amendment No. 1)

CURRENT REPORT

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

Date of Report (Date of the earliest event reported)
October 18, 2005

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, Texas | | 75240-2697 |
| ----- | | ----- |
| (Address of principal executive offices) | | (Zip Code) |

Registrant's telephone number, including area code
(972) 233-1700

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.01 Entry into a Material Definitive Agreement.

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Item 1.02 Termination of a Material Definitive Agreement.

The Current Report on Form 8-K of Valhi, Inc. ("Valhi") dated October 18, 2005 and filed with the Securities Exchange Commission under SEC Accession No. 0000059255-05-000053 on October 19, 2005 (the "Form 8-K") is hereby amended by deleting the third paragraph under Items 1.01 and 1.02 and replacing it with the following:

"The foregoing discussion of the Prepayment and Termination Agreement and the Amended and Restated Company Agreement are qualified in their entirety by the specific provisions of such documents and various related agreements, each of which are attached hereto as Exhibits No. 10.1 through 10.7 and incorporated herein by reference."

Item 9.01 Financial Statements and Exhibits.

The exhibit list to the Form 8-K is hereby amended by the addition of the following exhibits:

(c) Exhibits.

| Item No. | Exhibit Index |
|----------|---|
| 10.1* | Prepayment and Termination Agreement dated October 14, 2005 among Valhi, Inc., Snake River Sugar Company and Wells Fargo Bank Northwest, N.A. |
| 10.2* | First Amendment to Deposit Trust Agreement dated October 14, 2005 among ASC Holdings, Inc. and Wilmington Trust Company. |
| 10.3* | Second Amended and Restated Pledge Agreement dated October 14, 2005 among ASC Holdings, Inc. and Snake River Sugar Company. |
| 10.4* | Second Pledge Agreement (SPT) dated October 14, 2005 among The Amalgamated Collateral Trust and Snake River Sugar Company |
| 10.5* | Second SPT Guaranty dated October 14, 2005 among The Amalgamated Collateral Trust and Snake River Sugar Company. |
| 10.6* | Option Agreement dated October 14, 2005 among Valhi, Inc., Snake River Sugar Company, Northwest Farm Credit Services, FLCA and U.S. Bank National Association. |
| 10.7* | Amended and Restated Company Agreement of The Amalgamated Sugar Company LLC dated October 14, 2005 among The Amalgamated Sugar Company LLC, Snake River Sugar Company and The Amalgamated Collateral Trust. |

* Filed herewith.

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SIGNATURE

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/ Gregory M. Swalwell

Gregory M. Swalwell
Vice President

Date: November 15, 2005

INDEX TO EXHIBITS

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