

PASKO WALTER  
Form 4  
March 05, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
PASKO WALTER

2. Issuer Name and Ticker or Trading Symbol  
VALMONT INDUSTRIES INC  
[VMI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
03/01/2012

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
VP Procurement

VALMONT INDUSTRIES, INC., ONE VALMONT PLAZA

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

OMAHA, NE 68154

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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 Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	03/01/2012		M	663 A \$ 85.32	3,224	D	
Common Stock	03/01/2012		F	500 D \$ 113	2,724	D	
Common Stock	03/01/2012		F	51 D \$ 113	2,673	D	
Common Stock	03/01/2012		M	656 A \$ 80.83	3,329	D	
Common Stock	03/01/2012		F	469 D \$ 113	2,860	D	

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Common Stock	03/01/2012	F	58	D	\$ 113	2,802	D	
Common Stock	03/01/2012	M	833	A	\$ 57.46	3,635	D	
Common Stock	03/01/2012	F	423	D	\$ 113	3,212	D	
Common Stock	03/01/2012	F	129	D	\$ 113	3,083	D	
Common Stock						713 <sup>(1)</sup>	I	by Managed Account

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

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SEC 1474  
(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Non-Qualified Stock Option (right to buy)	\$ 57.46	03/01/2012		M	833	12/14/2009	12/14/2015	Common Stock	833
Non-Qualified Stock Option (right to buy)	\$ 80.83	03/01/2012		M	656	12/13/2010	12/13/2016	Common Stock	656
Non-Qualified Stock Option (right to buy)	\$ 85.32	03/01/2012		M	663	12/13/2011	12/13/2017	Common Stock	663

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PASKO WALTER VALMONT INDUSTRIES, INC. ONE VALMONT PLAZA OMAHA, NE 68154			VP Procurement	

## Signatures

By: Terry J. McClain For: Walter Pasko  
Date: 03/05/2012

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) Inadvertently reported incorrectly as 807 in prior filing.

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