## Edgar Filing: VALASSIS COMMUNICATIONS INC - Form 4

VALASSIS COM Form 4 July 12, 2006	IMUNICATIO	ONS INC									
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									PPROVAL 3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b).	Filed pursu	ENT OF CHA nant to Section of the Public	ANGES IN I SECUR	BENEFI ITIES e Securiti ling Com	CIA es Ex pany	chang Act o	<b>NERSHIP OF</b> ge Act of 1934, f 1935 or Sectic 40	Expires: Estimated a burden hou response	rs per		
(Print or Type Respon	ises)										
KU WALTER H DR Symbol VALA			Issuer Name <b>and</b> Ticker or Trading abol LASSIS COMMUNICATIONS C [VCI]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
			h/Day/Year)	-				X_ Director 10% Owner Officer (give title Other (specify below)			
(Street) 4. If Amendment, Date Or Filed(Month/Day/Year)				-	Original 6. Individual or Jo Applicable Line) _X_ Form filed by O			int/Group Filing(Check			
LA JOLLA, CA 9	92037							More than One Ro			
(City) (S	State) (Z	<sup>čip)</sup> T	able I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned		
	ransaction Date onth/Day/Year)		Code ar) (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3, Amount	l (A) o l of (D	)	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)		
Common 07/ Stock	10/2006		А	323 <u>(1)</u>		\$0	2,862	D			

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 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)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	ate	Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
KU WALTER H DR 7795 STARLIGHT DRIVE LA JOLLA, CA 92037	Х						
Signatures							
Steven M. Mitzel, by Power of Attorney	07/12/2006						
**Signature of Reporting Person		Date	e				

## **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) Award granted pursuant to Company's 2005 Employee and Director Restricted Stock Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.