Edgar Filing: KU WALTER H DR - Form 4

KU WALTER H Form 4											
October 12, 2010	UNITED STATES SECURITIES AND EXCHANGE COMMISSION										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).	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, e. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 20(h) of the Investment Company Act of 1940								burden hou response	Estimated average burden hours per	
(Print or Type Respo	onses)										
1. Name and Addre KU WALTER H	2. Issuer Name and Ticker or Trading Symbol VALASSIS COMMUNICATIONS INC [VCI]					-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Mont				Date of Earliest Transaction _X_ Director fonth/Day/Year) Officer (give below) //11/2010 Officer (give below)					e title Other (specify below)		
	Filed(Month/Day/Year) Applicable _X_ Form f					Applicable Line) _X_ Form filed by	Joint/Group Filing(Check				
LIVONIA, MI 4	48152								Person	More than One Re	eporting
(City)	(State)	(Zip)	Table	e I - Non	-De	erivative S	ecuri	ties Aco	quired, Disposed o	of, or Beneficial	lly Owned
	Transaction Dat Ionth/Day/Year)) Execution any	med on Date, if Day/Year)	Code (Instr. 3	8)	4. Securit nAcquired Disposed (Instr. 3, Amount	(A) o 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 10 Stock 10)/11/2010			А		750 <u>(1)</u>	А	\$0	10,483	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)

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

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
KU WALTER H DR VALASSIS COMMUNICATIONS, INC. 19975 VICTOR PARKWAY LIVONIA, MI 48152	Х						
Signatures							
Linda J. Schalek, by Power of Attorney	10/12/2010						
**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) Award granted pursuant to Company's 2008 Omnibus Incentive Compensation 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.