

Marcogliese Richard J
 Form 3
 January 20, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Marcogliese Richard J | | (Month/Day/Year) | VALERO ENERGY CORP/TX [VLO] | |
| (Last) | (First) | (Middle) | 01/19/2006 | |
| P.O. BOX 696000 | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | (Check all applicable) | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| SAN | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| ANTONIO,Â TXÂ 78269-6000 | | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | | <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | EVP | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock, \$.01 par value | 50,589 | D | Â |
| Common Stock, \$.01 par value | 5,953.1674 | I | thrift plan |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|--------------|----------------------------|---------------|---------------------------------------|---|
| employee stock option (right to buy) | 01/19/2006 | 05/04/2010 | common stock | 80,000 | \$ 7 | D | Â |
| employee stock option (right to buy) | 01/19/2006 | 06/16/2011 | common stock | 20,000 | \$ 9.8625 | D | Â |
| employee stock option (right to buy) | 01/19/2006 | 07/18/2011 | common stock | 60,000 | \$ 8.4363 | D | Â |
| employee stock option (right to buy) | 01/19/2006 | 09/18/2012 | common stock | 60,000 | \$ 7.515 | D | Â |
| employee stock option (right to buy) | Â <u>(1)</u> | 10/29/2013 | common stock | 32,000 | \$ 9.825 | D | Â |
| employee stock option (right to buy) | Â <u>(2)</u> | 10/21/2014 | common stock | 20,000 | \$ 21.355 | D | Â |
| employee stock option (right to buy) | Â <u>(3)</u> | 10/20/2012 | common stock | 13,000 | \$ 47.4775 | D | Â |
| performance shares | 01/17/2007 | 01/17/2007 | common stock | 9,344 | \$ <u>(4)</u> | D | Â |
| performance shares | 01/17/2008 | 01/17/2008 | common stock | 5,343 | \$ <u>(4)</u> | D | Â |
| performance shares | 01/17/2009 | 01/17/2009 | common stock | 1,676 | \$ <u>(4)</u> | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Marcogliese Richard J P.O. BOX 696000 SAN ANTONIO, TX 78269-6000 | Â | Â | Â EVP | Â |

Signatures

J. Stephen Gilbert, as Attorney-in-Fact for Richard J. Marcogliese 01/20/2006

 **Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Options granted 10-29-03; vest in annual 1/5 increments beginning one year from date of grant.
- (2) Options granted 10-21-04; vest in annual 1/5 increments beginning one year from date of grant.

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- (3) Options granted 10-20-05; vest in annual 1/5 increments beginning one year from date of grant.
- (4) The performance shares are payable in shares of common stock in amounts ranging from zero to 200 percent of the performance shares.

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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