## Edgar Filing: VALMONT INDUSTRIES INC - Form 4

VALMONT Form 4 May 02, 20	T INDUSTRIES I	NC										
FORM	ЛЛ	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									PPROVAL 3235-0287	
Check t if no lor subject Section Form 4 Form 5 obligation may con <i>See</i> Inst 1(b).	nger to 16. or Filed pur <sup>Dns</sup> Section 17(	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 20(h) of the Investment Company Act of 1940								Number: Expires: Estimated a burden hour response	rs per	
(Print or Type	Responses)											
1. Name and BAY MOC	2. Issuer Name <b>and</b> Ticker or Trading Symbol VALMONT INDUSTRIES INC [VMI]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(M				3. Date of Earliest Transaction (Month/Day/Year) 05/01/2012					_X_ Director 10% Owner _X_ Officer (give title Other (specify below) below) Chairman and CEO			
Filed()				ed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
OMAHA, I		(7:-)							Person			
(City)	(State)	(Zip)			on-l			-	iired, Disposed of,		-	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	3. Transa Code (Instr.	8)	nor Dispos (Instr. 3, 4	ed of ( and 5 (A) or	5)	<ul> <li>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</li> </ul>	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	05/01/2012			S	v	Amount 27,179	(D) D	Price \$ 127.258	8 407,000	D		
Common Stock	05/01/2012			G	V	7,000	D	\$0	400,000	D		

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

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 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. Transactic Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of lying	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		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
BAY MOGENS C VALMONT INDUSTRIES, INC. ONE VALMONT PLAZA OMAHA, NE 68154	Х		Chairman and CEO					
Signatures								
Terry J. McClain For: Mogens C. Bay		05/02/2012						
**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).

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.