

TREINEN MARK
Form 4
April 26, 2006

FORM 4

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

OMB APPROVAL

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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 *
TREINEN MARK

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)
13405 EAGLE RUN DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/24/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
V.P. - Business Dev.

OMAHA, NE 68164

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

(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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	04/24/2006		M		1,485 A \$ 21.78	D	
Common Stock	04/24/2006		M		2,515 A \$ 21.78	D	
Common Stock	04/24/2006		M		4,000 A \$ 15.875	D	
Common Stock	04/24/2006		M		10,000 A \$ 19.97	D	
Common Stock	04/24/2006		M		6,000 A \$ 21.88	D	

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Common Stock	04/24/2006	M	10,000	A	\$ 13.91	77,709	D	
Common Stock	04/24/2006	M	5,000	A	\$ 16.688	82,709	D	
Common Stock	04/24/2006	F	22,480	D	\$ 53.01	60,229	D	
Common Stock						16,587	I	by Managed Account

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

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(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 Security (Instr. 3 and 4)	Am or Num of S	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Non-Qualified Stock Option (right to buy)	\$ 13.91	04/24/2006		M	10,000	12/16/2002	12/15/2011	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 15.875	04/24/2006		M	4,000	12/14/1999	12/13/2008	Common Stock	4,
Non-Qualified Stock Option (right to buy)	\$ 16.688	04/24/2006		M	5,000	12/13/2000	12/12/2009	Common Stock	5,
Non-Qualified Stock Option (right to buy)	\$ 19.97	04/24/2006		M	10,000	12/11/2001	12/10/2010	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 21.78	04/24/2006		M	1,485	12/08/1998	12/07/2007	Common Stock	1,
	\$ 21.78	04/24/2006		M	2,515	12/08/1998	12/07/2007		2,

Non-Qualified Stock Option (right to buy)									Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 21.88	04/24/2006		M	6,000	12/15/2003	12/14/2012		Common Stock	6

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TREINEN MARK 13405 EAGLE RUN DRIVE OMAHA, NE 68164			V.P. - Business Dev.	

Signatures

Terry J. McClain for Mark E.
Treinen 04/26/2006

__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.