Randt Clark T. Jr. Form 4 April 28, 2011

### FORM 4

#### **OMB APPROVAL**

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Randt Clark T. Jr. Symbol

VALMONT INDUSTRIES INC

(Check all applicable)

[VMI]

(Last) (First) (Middle) 3. Date of Earliest Transaction

\_X\_\_ Director 10% Owner Officer (give title Other (specify

(Month/Day/Year) 04/26/2011

ONE VALMONT PLAZA, 13815 **FNB PARKWAY** 

(Street)

(State)

(Zip)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

tive Committee Assuring Disposed of on De

**OMAHA, NE 68154** 

(City)

|   | (5)                                  | ()                                   | Tabl  | e I - Non-L                            | erivative    | Secui  | rities Acqu  | irea, Disposea of  | , or Beneficiali   | y Owned   |
|---|--------------------------------------|--------------------------------------|---|--|--------------|--|--------------|--|--|---|
| į | 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactio<br>Code<br>(Instr. 8) | n(A) or D    | (A) or Oisposed of (D) (A) or Oisposed of (D) (A) (A) or Oisposed of (D) (A) Or Oisposed of (D) (A) Or Oisposed of (D) (D) (D) Oisposed of (D) (D) (D) Oisposed of (D) |              | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   | Common<br>Stock                      | 04/26/2011                           |   | A                                      | 1,139<br>(1) | A  | \$ 0         | 2,897  | D  |   |
|   | Common<br>Stock                      | 04/27/2011                           |   | F                                      | 86           | D  | \$<br>104.58 | 2,811  | D  |   |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

#### Edgar Filing: Randt Clark T. Jr. - Form 4

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2.          | 3. Transaction Date |                    | 4.<br>T    | 5.         | 6. Date Exer |                 | 7. Titl   |            | 8. Price of | 9. Nu   |
|-------------|-------------|---------------------|--------------------|------------|------------|--------------|-----------------|-----------|------------|-------------|---------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if |            | ionNumber  | Expiration D |                 | Amou      |            | Derivative  | Deriv   |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day   | (Year)          |           | rlying     | Security    | Secui   |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivativ  | e            |                 | Secur     | ities      | (Instr. 5)  | Bene    |
|             | Derivative  |                     |                    |            | Securities | 3            |                 | (Instr.   | . 3 and 4) |             | Owne    |
|             | Security    |                     |                    |            | Acquired   |              |                 |           |            |             | Follo   |
|             | •           |                     |                    |            | (A) or     |              |                 |           |            |             | Repo    |
|             |             |                     |                    |            | Disposed   |              |                 |           |            |             | Trans   |
|             |             |                     |                    |            | of (D)     |              |                 |           |            |             | (Instr  |
|             |             |                     |                    |            | (Instr. 3, |              |                 |           |            |             | (211512 |
|             |             |                     |                    |            | 4, and 5)  |              |                 |           |            |             |         |
|             |             |                     |                    |            | 4, and 3)  |              |                 |           |            |             |         |
|             |             |                     |                    |            |            |              |                 |           | Amount     |             |         |
|             |             |                     |                    |            |            | <b>.</b>     | <b>.</b>        |           | or         |             |         |
|             |             |                     |                    |            |            |              | Expiration Date | Title Nun | Number     |             |         |
|             |             |                     |                    |            |            |              |                 |           | of         |             |         |
|             |             |                     |                    | Code V     | (A) (D)    |              |                 |           | Shares     |             |         |

### **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |         |       |  |  |  |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|
| 1 8                            | Director      | 10% Owner | Officer | Other |  |  |  |
| Randt Clark T. Jr.             |               |           |         |       |  |  |  |
| ONE VALMONT PLAZA              | X             |           |         |       |  |  |  |
| 13815 FNB PARKWAY              | Λ             |           |         |       |  |  |  |
| OMAHA, NE 68154                |               |           |         |       |  |  |  |

## **Signatures**

Terry J. McClain For: Clark T. 04/28/2011 Randt, Jr.

\*\*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) Represents restricted stock units that vest on April 26, 2012 (or earlier upon death or disability) which are settled upon vesting on one for one basis in common stock.

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.

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