## Edgar Filing: VALASSIS COMMUNICATIONS INC - Form 4

VALASSIS Form 4 October 04,	COMMUNICAT 2005	TIONS IN	С							
FORM	ЛΔ								PPROVAL	
	UNITED	STATES		RITIES A shington	N OMB Number:	3235-0287				
Check the if no lon subject the Section Form 4 de	AENT OF	F CHAN	NGES IN SECUI	Estimated burden hou	Expires: January 31, 2005 Estimated average burden hours per response 0.5					
Form 5 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 A SAMPSON		Symbol	er Name <b>and</b> SSIS COI		Trading	5. Relationship of Reporting Person(s) to Issuer				
			INC [V			011110110	(Check all applicable)			
(Last) (First) (Middle) 221 ALLEN STREET			3. Date of Earliest Transaction (Month/Day/Year) 10/01/2005				X_ Director10% Owner Officer (give titleOther (specify below)below)			
	4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
YELLOW	SPRINGS, OH 43	5387					Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactio Code (Instr. 8)	Disposed (Instr. 3,	(A) or of (D) 4 and 5) (A) or	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(D) Price	(			
Reminder: Re	port on a separate line	e for each cla	ass of sec	urities bene	•	•				
					inforr requi	nation cont red to respo	spond to the colle ained in this form ond unless the for ntly valid OMB co	are not rm	SEC 1474 (9-02)	

 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	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	D
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	S

number.

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8	() [] [] []	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(I
			Code V	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Stock Option (Right to Buy)	\$ 38.98	10/01/2005	A	4	5,000		10/01/2006	10/01/2015	Common Stock	5,000

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships								
	Director	10% Owner	Officer	Other					
SAMPSON MARCELLA A 221 ALLEN STREET YELLOW SPRINGS, OH 45387	Х								
Signatures									
Steven M. Mitzel, by Power of Attorney	10/04/2005								
**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 number of derivative securities beneficially owned as of October 1, 2005.

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.