

TREINEN MARK
Form 4
April 26, 2006

FORM 4

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

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

OMB APPROVAL

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(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
X Officer (give title ____ Other (specify
below) 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)
X 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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	04/24/2006		M		1,485	A	\$ 21.78	45,194 D
Common Stock	04/24/2006		M		2,515	A	\$ 21.78	47,709 D
Common Stock	04/24/2006		M		4,000	A	\$ 15.875	51,709 D
Common Stock	04/24/2006		M		10,000	A	\$ 19.97	61,709 D
Common Stock	04/24/2006		M		6,000	A	\$ 21.88	67,709 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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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 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)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Am or Num of S
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.

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