## Edgar Filing: WHITTLESEY FAITH - Form 4

WHITTLESE	EY FAITH											
Form 4	011											
October 12, 2	_									OMB A	PPROVAL	
FORM	UNITED	STATES				ND EXC D.C. 205		NGE (	COMMISSION		3235-0287	
Check this if no long subject to Section 16 Form 4 or Form 5 obligation may conti	Section 16 Public Ut	CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES ection 16(a) of the Securities Exchange Act of 1934, ublic Utility Holding Company Act of 1935 or Sectio of the Investment Company Act of 1940						Expires: January 31, 2005 Estimated average burden hours per response 0.5				
See Instru 1(b).	ction	50(11)	of the m	counc		compan.	y 1101	0117	10			
(Print or Type R	esponses)											
`			2. Issuer Name and Ticker or Trading Symbol VALASSIS COMMUNICATIONS INC [VCI]					-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 3. D (Mo			3. Date of (Month/Da	3. Date of Earliest Transaction (Month/Day/Year) 10/03/2011					X_ Director 10% Owner Officer (give title Other (specify below) below)			
				endment, Date Original nth/Day/Year)					<ol> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ol>			
BABSON PA	ARK, FL 33827									More than One Re		
(City)	(State)	(Zip)	Table	e I - Noi	n-De	erivative S	Securi	ties Aco	quired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	) Execution any		Code (Instr.	8)	4. Securi nAcquired Disposed (Instr. 3, Amount	(A) of of (D 4 and (A) or	)	Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	10/10/2011			А		750 <u>(1)</u>	, í	\$0	16,350	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

## Edgar Filing: WHITTLESEY FAITH - Form 4

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. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	erivative Expiration Date rities (Month/Day/Year) uired or osed of r. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. D S (I
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Director Stock Option (Right to Buy)	\$ 17.29	10/03/2011		А	1,000 (1)	10/03/2012	10/03/2021	Common Stock	1,000	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
WHITTLESEY FAITH 502 NORTH CROOKED LAKE DRIVE BABSON PARK, FL 33827	Х						
Signatures							
Linda J. Schalek, Power of Attorney	10/12/201	1					
**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) Award granted pursuant to Company's 2008 Omnibus Incentive Compensation Plan.

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.