Mason Robert Form 3 March 08, 2007

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

Estimated average burden hours per

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

response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement VALASSIS COMMUNICATIONS INC [VCI] Mason Robert (Month/Day/Year) 03/02/2007 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 19975 VICTOR PARKWAY (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other Person LIVONIA, MIÂ 48152 (give title below) (specify below) Form filed by More than One President - ADVO Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common Stock 8,863 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	ecurity Expiration Date		3. Title and Amount of Securities Underlying Derivative Security		4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
			(Instr. 4)		Price of	Derivative	(Instr. 5)
	D (E . 11 E		Title	Amount or Number of	Derivative	Security:	
	Date Exercisable Expir				Security	Direct (D)	
	Date					or Indirect	

Edgar Filing: Mason Robert - Form 3

				Shares		(I) (Instr. 5)	
Employee Stock Option (Right to Buy)	01/01/2005	01/01/2010	Common Stock	5,000	\$ 42.3125	D	Â
Employee Stock Option (Right to Buy)	12/31/2005	01/01/2011	Common Stock	5,000	\$ 31.5625	D	Â
Employee Stock Option (Right to Buy)	12/31/2005	12/04/2008	Common Stock	3,125	\$ 35.51	D	Â
Employee Stock Option (Right to Buy)	12/03/2007	12/03/2012	Common Stock	28,438	\$ 29.04	D	Â
Employee Stock Option (Right to Buy)	12/31/2005	09/15/2008	Common Stock	10,000	\$ 31.55	D	Â
Employee Stock Option (Right to Buy)	12/02/2008	12/02/2013	Common Stock	25,000	\$ 28.58	D	Â
Employee Stock Option (Right to Buy)	12/31/2005	12/07/2014	Common Stock	5,000	\$ 34.54	D	Â
Employee Stock Option (Right to Buy)	12/31/2005	12/06/2015	Common Stock	20,000	\$ 30.12	D	Â
Employee Stock Option (Right to Buy)	01/01/2012(1)	01/01/2017	Common Stock	12,000	\$ 14.5	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
1 8	Director	10% Owner	Officer	Other	
Mason Robert 19975 VICTOR PARKWAY LIVONIA, MI 48152	Â	Â	President - ADVO	Â	

Signatures

Robert A.
Mason

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Vests 20% on the first day of each calendar year beginning in 2008 through 2012

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.

Reporting Owners 2