

VALASSIS COMMUNICATIONS INC  
Form 15-12B  
February 18, 2014

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

**FORM 15**

**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION**  
**UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934**  
**OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**

**Commission File Number: 001-10991**

**VALASSIS COMMUNICATIONS, INC.**

**(Exact name of registrant as specified in its charter)**

**19975 Victor Parkway**  
**Livonia, Michigan 48152**  
**(734) 591-3000**

**(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)**

**Common Stock, par value \$0.01 per share**

**(Title of each class of securities covered by this Form)**

**None**

**(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)**

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)	x
Rule 12g-4(a)(2)	..
Rule 12h-3(b)(1)(i)	x
Rule 12h-3(b)(1)(ii)	..
Rule 15d-6	..

Approximate number of holders of record as of the certification or notice date:

Common Stock, par value \$0.01 per share: 1

Pursuant to the requirements of the Securities Exchange Act of 1934, Valassis Communications, Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: February 18, 2014

VALASSIS COMMUNICATIONS, INC.

By: /s/ Judy C. Norris

Name: Judy C. Norris

Title: Senior Vice President and Secretary