Neary Daniel P Form 5 February 08, 2013

FORM 5

OMB APPROVAL

Check this no longer to Section Form 4 or 5 obligation	s box if subject 16. Form	TED STATES	OMB Number: Expires: Estimated a burden houresponse	-		
See Instruction 1(b).	rtion Filed Poldings Section	17(a) of the	Section 16(a) of the Securities Excha Public Utility Holding Company Act of the Investment Company Act of 1	of 1935 or Section	ı	
. Name and A Neary Danie	address of Repo el P	orting Person *	2. Issuer Name and Ticker or Trading Symbol VALMONT INDUSTRIES INC [VMI]	5. Relationship of Issuer (Check		
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/29/2012	_X_ Director Officer (give below)		Owner er (specify
_	INDUSTRI E VALMON'		12/2//2012			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Jo	int/Group Repo	orting
				(check	(applicable line)	
OMAHA,Â	NEÂ 68154			_X_ Form Filed by O Form Filed by M Person		
(City)	(State)	(Zip)	Table I - Non-Derivative Securities A	Acquired, Disposed of	, or Beneficial	ly Owned
.Title of Security		n Date 2A. Dee Year) Executi			6. Ownership Form: Direct	

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties		5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transaction	Acquired	l (A) o	r	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	Disposed of (D)		Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)		Owned at end	Indirect (I)	Ownership	
				Amount	(A) or (D)	Price	of Issuer's Fiscal Year (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common Stock	12/27/2012	Â	G <u>(1)</u>	7,194	D	\$0	2,977	D	Â
Common Stock	12/27/2012	Â	G <u>(1)</u>	7,194	A	\$0	7,194	I	LLC

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

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SEC 2270 (9-02)

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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.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
									or	
						Date	Expiration		Number	
						Exercisable	Date		of	
					(A) (D)				Shares	

D

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Neary Daniel P VALMONT INDUSTRIES INC ONE VALMONT PLAZA OMAHA, NE 68154	ÂX	Â	Â	Â			

Signatures

Terry J. McClain For: Daniel P. 02/08/2013 Neary

**Signature of Reporting Person

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) The reporting person transferred these shares by gift to a limited liability company managed by the reporting person and his wife.

 Note: File three copies of this Form, one of which must be manually signed. If space provided 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