

MEANEY E ROBERT

Form 4

November 14, 2005

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MEANEY E ROBERT

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)
8804 WESTOVER ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/09/2005

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Sr. V.P. - International

OMAHA, NE 68114

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	11/09/2005		M		4,000	A	\$ 19	74,046	D
Common Stock	11/09/2005		M		10,000	A	\$ 21.78	84,046	D
Common Stock	11/09/2005		F		6,581	D	\$ 33.095	77,465	D
Common Stock	11/09/2005		F		1,075	D	\$ 33.095	76,390	D
Common Stock	11/09/2005		M		9,105	A	\$ 23	85,495	D

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Common Stock	11/09/2005	F	6,327	D	\$ 33.095	79,168	D
Common Stock	11/09/2005	F	873	D	\$ 33.095	78,295	D

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

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(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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Am or Nun of S
Non-Qualified Stock Option (right to buy)	\$ 19	11/09/2005		M	4,000	12/09/2001 12/09/2006	Common Stock 4,
Non-Qualified Stock Option (right to buy)	\$ 21.78	11/09/2005		M	10,000	12/08/1998 12/07/2007	Common Stock 10
Non-Qualified Stock Option (right to buy)	\$ 23	11/09/2005		M	9,105	10/22/1998 12/19/2005	Common Stock 9,

Reporting Owners

Reporting Owner Name / Address	Relationships
MEANEY E ROBERT 8804 WESTOVER ROAD OMAHA, NE 68114	Director 10% Owner Officer Other Sr. V.P. - International

Signatures

By: Terry J. McClain For: E. Robert Meaney 11/11/2005

__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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