

VALERO ENERGY CORP/TX

Form 3

February 03, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â Browning Jay D.

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

01/22/2014

3. Issuer Name and Ticker or Trading Symbol
VALERO ENERGY CORP/TX [VLO]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

P.O. BOX 696000

(Street)

(Check all applicable)

____ Director ____ 10% Owner
☒ Officer ____ Other
 (give title below) (specify below)

SVP & GC

6. Individual or Joint/Group Filing(Check Applicable Line)
☒ Form filed by One Reporting Person
 ____ Form filed by More than One Reporting Person

SAN

ANTONIO,Â TXÂ 78269-6000

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities Beneficially Owned
(Instr. 4)3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock, \$.01 par value

136,640

D

Â

Common Stock, \$.01 par value

350.8687

I

thrift plan

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and Expiration Date
(Month/Day/Year)3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee stock option (right to buy)	Â <u>(1)</u>	11/17/2020	Common Stock	3,922	\$ 17.743	D	Â
Employee stock option (right to buy)	Â <u>(2)</u>	10/28/2021	Common Stock	7,846	\$ 24.582	D	Â
Employee stock option (right to buy)	Â <u>(3)</u>	11/09/2022	Common Stock	8,378	\$ 27.318	D	Â
Employee stock option (right to buy)	Â <u>(4)</u>	11/08/2023	Common Stock	6,980	\$ 39.665	D	Â
Performance shares	01/31/2015	01/31/2015	Common Stock	13,989	\$ <u>(5)</u>	D	Â
Performance shares	01/31/2016	01/31/2016	Common Stock	6,142	\$ <u>(5)</u>	D	Â
Performance shares	01/31/2017	01/31/2017	Common Stock	2,793	\$ <u>(5)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Browning Jay D. P.O. BOX 696000 SAN ANTONIO, TX 78269-6000	Â	Â	Â SVP & GC	Â

Signatures

Ethan A. Jones, as Attorney-in-Fact for Jay D.
Browning

02/03/2014

__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) Options granted 11/17/2010; 3,922 are currently exercisable.

(2) Options granted 10/28/2011; 3,924 have vested, and 3,922 will vest on 10/28/2014.

(3) Options granted 11/09/2012; 2,792 have vested, and 2,793 will vest on each of 11/09/2014 and 11/09/2015.

(4) Options granted 11/08/2013; vest in annual 1/3 increments beginning one year from date of grant.

(5) The performance shares are payable in shares of common stock in amounts ranging from zero to 200 percent of the performance shares.

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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