

VALASSIS COMMUNICATIONS INC  
Form 8-K  
July 06, 2006

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

**Form 8-K**

**Current Report**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): 07/06/2006**

**VALASSIS COMMUNICATIONS, INC.**  
(Exact name of registrant as specified in its charter)

**Commission File Number: 1-10991**

**DE**  
(State or other jurisdiction of  
incorporation)

**38-2760940**  
(IRS Employer  
Identification No.)

**19975 Victor Parkway, Livonia, MI 48152**  
(Address of principal executive offices, including zip code)

**734-591-3000**  
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Information to be included in the report

**Item 8.01. Other Events**

On July 6, 2006 Valassis Communications, Inc. (Valassis) announced the execution of a definitive merger agreement with ADVO, Inc (ADVO), under which Valassis will acquire all of the outstanding common shares of ADVO stock for \$37 per share in cash. A copy of the joint press release is included as Exhibit 99.1 to this report and is incorporated herein by reference.

Information required by Item 1.01 will be filed in a separate Report on Form 8-K.

**Item 9.01. Financial Statements and Exhibits**

Exhibit No.

99.1 Valassis and ADVO Joint Press Release dated July 6, 2006

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**Signature(s)**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

VALASSIS COMMUNICATIONS, INC.

Date: July 06, 2006

By: /s/ Robert L. Recchia

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Robert L. Recchia  
Executive Vice President and Chief Financial Officer

**Exhibit Index**

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
EX-99.1	Valassis and ADVO Joint Press Release dated July 6, 2006.