

VALASSIS COMMUNICATIONS INC
Form 8-K
March 11, 2013

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) March 8, 2013

VALASSIS COMMUNICATIONS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

1-10991
(Commission
File Number)

38-2760940
(I.R.S. Employer
Identification No.)

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19975 Victor Parkway, Livonia,

Michigan

(Address of principal executive offices)

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

48152

(Zip 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 (see General Instruction A.2. below):

- .. 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))

Item 8.01 Other Events.

On March 8, 2013, the Board of Directors of Valassis Communications, Inc. (the Company) declared a quarterly cash dividend of \$0.31 per share payable to holders of the Company s common stock under its existing cash dividend policy. The dividend will be paid on April 15, 2013 to holders of the Company s common stock of record at the close of business on March 28, 2013. The cash dividend policy and the payment of future cash dividends under that policy are subject to the Board s continuing determination that the dividend policy and the declaration of dividends thereunder are in the best interests of the Company s shareholders and are in compliance with all laws and agreements of the Company applicable to the declaration and payment of cash dividends.

On March 11, 2013, the Company issued a press release announcing the cash dividend. A copy of the press release is attached as Exhibit 99.1 hereto and is hereby incorporated by reference herein.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit

| Number | Description |
|---------------|------------------------------------|
| 99.1 | Press release dated March 11, 2013 |

SIGNATURES

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.

Dated: March 11, 2013

VALASSIS COMMUNICATIONS, INC.
(Registrant)

/s/Todd L. Wiseley
Todd L. Wiseley
General Counsel and Corporate Secretary

EXHIBIT INDEX

Exhibit

| Number | Description |
|---------------|------------------------------------|
| 99.1 | Press release dated March 11, 2013 |