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VALASSIS COMMUNICATIONS INC

Form 8-K

August 14, 2002

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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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): August 14, 2002

VALASSIS COMMUNICATIONS, INC.

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(Exact name of registrant as specified in its charter)

Delaware

1-10991

38-2760940

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(State or other  
of incorporation)

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(Commission File Number)

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(IRS Employer  
Identification No)

19975 Victor Parkway, Livonia, Michigan 48152

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(Address of principal executive office)

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

Item 9. REGULATION FD DISCLOSURE

On August 14, 2002, Valassis Communications, Inc. (the "Company") filed its Quarterly Report on Form 10-Q for the quarter ended June 30, 2002 with the Securities and Exchange Commission. Accompanying the Quarterly Report as correspondence were the transmittal letter and certifications of the Company's Chief Executive Officer, Alan F. Schultz, and Chief Financial Officer, Robert L. Recchia, pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, to be codified at 18 U.S.C. Section 1350, attached as exhibits thereto.

Item 7. FINANCIAL STATEMENTS AND EXHIBITS

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Exhibit 99.1 Transmittal Letter

Exhibit 99.2 Certification of Chief Executive Officer and Chief Financial Officer Pursuant to Section 906 of the Sarbanes-Oxley Act

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.

VALASSIS COMMUNICATIONS, INC.

By: /s/Robert L. Recchia

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Robert L. Recchia  
Executive Vice President and  
Chief Financial Officer

Dated: August 14, 2002