

VALERO ENERGY CORP/TX  
Form 4  
February 02, 2006

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
CALGAARD RONALD K

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
02/01/2006

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

P.O. BOX 696000

(Street)

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

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, TX 78269-6000

(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 Ownership (Instr. 4) |   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |   |
| Common Stock, \$.01 par value   | 02/01/2006                           |  | M                              |   | 445   | A  | \$ 8.1406 17,485                  | D |
| Common Stock, \$.01 par value   | 02/01/2006                           |  | F                              |   | 200   | D  | \$ 61.41 17,285                   | D |
| Common Stock, \$.01 par value   | 02/01/2006                           |  | M                              |   | 3,555   | A  | \$ 8.1406 20,840                  | D |

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|                               |            |   |       |   |            |                       |   |
|-------------------------------|------------|---|-------|---|------------|-----------------------|---|
| Common Stock, \$.01 par value | 02/01/2006 | F | 1,552 | D | \$ 61.4    | 19,288                | D |
| Common Stock, \$.01 par value | 02/01/2006 | M | 4,000 | A | \$ 5.6484  | 23,288                | D |
| Common Stock, \$.01 par value | 02/01/2006 | F | 1,640 | D | \$ 61.4    | 21,648                | D |
| Common Stock, \$.01 par value | 02/01/2006 | M | 4,000 | A | \$ 7       | 25,648                | D |
| Common Stock, \$.01 par value | 02/01/2006 | F | 1,697 | D | \$ 61.4    | 23,951                | D |
| Common Stock, \$.01 par value | 02/01/2006 | M | 4,000 | A | \$ 12.2613 | 27,951                | D |
| Common Stock, \$.01 par value | 02/01/2006 | F | 1,926 | D | \$ 61.4    | 26,025 <sup>(1)</sup> | D |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(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 Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   |  | Title   |

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|  |            |            |   |       | Date<br>Exercisable | Expiration<br>Date |                 | Amount<br>or<br>Number<br>of<br>Shares |
|--|------------|------------|---|-------|---------------------|--------------------|-----------------|--|
| Employee<br>Stock<br>Option<br>(right to<br>buy) | \$ 8.1406  | 02/01/2006 | M | 445   | 04/30/2001          | 04/30/2008         | Common<br>Stock | 445                                    |
| Employee<br>Stock<br>Option<br>(right to<br>buy) | \$ 8.1406  | 02/01/2006 | M | 3,555 | 04/30/2001          | 04/30/2008         | Common<br>Stock | 3,555                                  |
| Employee<br>Stock<br>Option<br>(right to<br>buy) | \$ 5.6484  | 02/01/2006 | M | 4,000 | 10/29/1999          | 04/29/2009         | Common<br>Stock | 4,000                                  |
| Employee<br>Stock<br>Option<br>(right to<br>buy) | \$ 7       | 02/01/2006 | M | 4,000 | 11/04/2000          | 05/04/2010         | Common<br>Stock | 4,000                                  |
| Employee<br>Stock<br>Option<br>(right to<br>buy) | \$ 12.2613 | 02/01/2006 | M | 4,000 | 11/10/2001          | 05/10/2011         | Common<br>Stock | 4,000                                  |

## Reporting Owners

| Reporting Owner Name / Address                                     | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| CALGAARD RONALD K<br>P.O. BOX 696000<br>SAN ANTONIO, TX 78269-6000 |               | X         |         |       |

## Signatures

J. Stephen Gilbert, as Attorney-in-Fact for Ronald K.  
Calgaard

02/02/2006

\*\*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).
- (1) On December 15, 2005, Valero's common stock split 2-for-1, resulting in a 2-for-1 increase in the reported shares beneficially owned by the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.