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GIBBONS JOHN D
Form 4
September 20, 2002
      UNITED STATES SECURITIES AND EXCHANGE COMMISSION
      WASHINGTON, D.C. 20549
      FORM 4
      STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
      () Check this box if no longer subject to Section 16.
      Form 4 or Form 5 obligations may continue. See Instructions 1(b).
      1. Name and Address of Reporting Person
         Gibbons, John D.
         One Valero Place
         San Antonio, TX 78212
         USA
      2. Issuer Name and Ticker or Trading Symbol
         Valero Energy Corporation
         VLO
      3. IRS or Social Security Number of Reporting Person (Voluntary)
      4. Statement for Month/Year
         09/18/02
      5. If Amendment, Date of Original (Month/Year)
      6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
         () Director () 10% Owner (X) Officer (give title below) () Other
         (specify below)
         Executive Vice President and Chief Financial Officer
      7. Individual or Joint/Group Filing (Check Applicable Line)
         (X) Form filed by One Reporting Person
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() Form filed by More than One Reporting Person

Table I Non-Derivative Securities	Acquired,	Disposed of,	or Beneficially Owned
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1. Title of Security	2.  3.  4.Secur	ities Acquired (A)	5.Amount of
	Transaction   or Di	sposed of (D)	Securities
			Beneficially
		A/	Owned at
	Date  Code V  Amc	unt   D   Price	e   End of Month

Table II	Derivative	Securitites	Acquired	Disposed	of	or	Beneficially	Owned
Table II	Dellvative	Deculities	ACQUITEU,	DISPOSEd	ΟΙ,	0 L	Denericiariy	Owneu

1.Title of Derivative	2.Con-	3.	4.	5.Number	of De	6.Dat	e Exer 7	.Title and A	Amount	8.E
Security	version	Trans	action	rivative	Secu	cisab	le and	of Underly	ing	of
	or Exer			rities A	cqui	Expir	ation	Securities		vat
	cise			red(A) of	r Dis	Date(	Month/			Sec
	Price of			posed of	(D)	Day/Y	ear)			rit
	Deriva-					Date	Expir			
	tive				A/	Exer-	ation	Title and	Number	
	Secu-				D	cisa-	Date	of Shares		
	rity	Date	Code	V  Amount	I	ble				
								~		
Employee Stock Option				V 20,000	A			ommon Stock	20,000	
(right to buy)		/02		I			/12			

Explanation of Responses:
(1) The options vest in three equal annual installments beginning on September
18, 2003.
SIGNATURE OF REPORTING PERSON
J. Stephen Gilbert, as Attorney-in-Fact for John D. Gibbons
DATE
09/18/02