

VALMONT INDUSTRIES INC
Form 424B2
June 08, 2011

Filed Pursuant to Rule 424(b)(2)
Registration No. 333-165926

CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities to be Registered	Amount to be Registered	Proposed Maximum Offering Price	Proposed Maximum Aggregate Offering Price	Amount of Registration Fee(1)
6.625% Senior Notes due 2020	\$150,000,000	109.888%	\$164,832,000	\$19,137
Guarantees(2)				

(1) Calculated in accordance with Rule 457(r) of the Securities Act of 1933, as amended.

(2) Pursuant to Rule 457(n), no separate registration fee is payable for the guarantees.

PROSPECTUS SUPPLEMENT

(To prospectus dated April 7, 2010)

\$150,000,000

Valmont Industries, Inc.

6.625% Senior Notes Due 2020

We are offering \$150 million aggregate principal amount of 6.625% Senior Notes due 2020. We will pay interest on the notes on April 20 and October 20 of each year, beginning October 20, 2011. The notes will mature on April 20, 2020.

We may redeem some or all of the notes at any time at the redemption price described in this prospectus supplement. If a change of control triggering event as described in this prospectus supplement under the heading "Description of Notes Change of Control" occurs, we may be required to offer to purchase the notes from the holders. There is no sinking fund for the notes.

The notes will be fully and unconditionally guaranteed by all of our subsidiaries that guarantee our revolving credit facility. The notes will be our senior unsecured obligations and will rank equally with all of our other senior unsecured indebtedness, including all other unsubordinated debt securities that may be issued under the indenture, from time to time outstanding. The notes will be issued only in registered form in minimum denominations of \$2,000 and integral multiples of \$1,000 in excess thereof.

We previously issued \$300 million in aggregate principal amount of 6.625% Senior Notes Due 2020, which we refer to as the existing notes, under the indenture. The notes offered hereby will become part of the same series as the existing notes and, together with the existing notes, will be treated as a single series of senior debt securities under the indenture. The total aggregate principal amount outstanding in this series will be \$450 million.

Investing in the notes involves risks that are described in the "Risk Factors" section beginning on page S-7 of this prospectus supplement.

	Per Note	Total
Public offering price (1)	109.888%	\$164,832,000
Underwriting discount	0.650%	\$975,000
Proceeds, before expenses, to us (1)	109.238%	\$163,857,000

(1) Plus accrued interest from April 20, 2011 in an amount equal to \$9.75347 as of June 13, 2011 per \$1,000 principal amount of notes.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or determined if this prospectus supplement or the accompanying prospectus is truthful or complete. Any representation to the contrary is a criminal offense.

The notes will be ready for delivery in book-entry form only through the facilities of The Depository Trust Company for the accounts of its participants, including Euroclear Bank S.A./N.V., as operator of the Euroclear System, and Clearstream Banking, société anonyme, on or about June 13, 2011.

Book-Running Manager

BofA Merrill Lynch

Lead Manager

J.P. Morgan

Co-Managers

US Bancorp

Wells Fargo Securities

HSBC

Rabo Securities

UMB Financial Services, Inc.

The date of this prospectus supplement is June 6, 2011.

Table of Contents

TABLE OF CONTENTS

	Page
Prospectus Supplement	
<u>About This Prospectus Supplement</u>	<u>iii</u>
<u>Where You Can Find More Information</u>	<u>iii</u>
<u>Incorporation of Certain Information by Reference</u>	<u>iii</u>
<u>Information Concerning Forward-Looking Statements</u>	<u>iv</u>
<u>Prospectus Supplement Summary</u>	<u>S-1</u>
<u>Risk Factors</u>	<u>S-7</u>
<u>Use of Proceeds</u>	<u>S-11</u>