

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4/A

Statement of changes in beneficial ownership of securities [amend]

Filing Date: **2003-10-09** | Period of Report: **2000-01-20**

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### ISSUER

#### VALERO ENERGY CORP/TX

CIK: **1035002** | IRS No.: **741828067** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
SIC: **2911** Petroleum refining

#### Mailing Address

*P.O. BOX 500*

*SAN ANTONIO TX 78292-0500*

#### Business Address

*P.O. BOX 500*

*SAN ANTONIO TX 78292-0500  
2103702000*

### REPORTING OWNER

#### GREEHEY WILLIAM E

CIK: **1015543**

Type: **4/A** | Act: **34** | File No.: **001-13175** | Film No.: **03935835**

#### Mailing Address

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# 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

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

1. Name and Address of Reporting Person <b>GREEHEY WILLIAM E</b>			2. Issuer Name and Ticker or Trading Symbol <b>VALERO ENERGY CORP/TX [VLO]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>COB and CEO</b>	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>01/20/2000</b>			
P.O. BOX 500			4. If Amendment, Date Original Filed(Month/Day/Year) <b>02/09/2000</b>		6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person	
(Street) <b>SAN ANTONIO, TX 78292-0500</b>						
(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$.01 par value	01/20/2000		<u>A</u>		16,493	A	\$ 0	411,340	D	
Common Stock, \$.01 par value	01/20/2000		<u>M</u>		10,666 <sup>(1)</sup>	A	\$ 0	422,006	D	
Common Stock, \$.01 par value	01/20/2000		<u>M</u>		16,666 <sup>(1)</sup>	A	\$ 0	438,672	D	
Common Stock, \$.01 par value	01/20/2000		<u>M</u>		20,000 <sup>(1)</sup>	A	\$ 0	458,672	D	
Common Stock, \$.01 par value <sup>(2)</sup>	01/29/2000		<u>M</u>		21,600 <sup>(1)</sup>	A	\$ 0	480,272 <sup>(6)</sup>	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Performance Shares settlement (1997)	<sup>(3)</sup>	01/20/2000		<u>M</u>			5,333	01/20/2000	01/20/2000	common stock	<sup>(7)</sup>	0	D	
Performance Shares settlement (1998)	<sup>(3)</sup>	01/20/2000		<u>M</u>			8,333	01/20/2000	01/20/2001	common stock	<sup>(7)</sup>	8,333	D	

Performance Shares settlement (1999)	(3)	01/20/2000		<u>M</u>		10,000	01/20/2000	01/20/2002	common stock	20,000	(7)	20,000	D	
Performance Share Award	(4)	01/20/2000		<u>A</u>	72,500		01/20/2001	01/20/2003	common stock	(4)	(7)	72,500	D	
Restricted Stock (derivative) (2)	(5)	01/29/2000		<u>M</u>		21,600	01/29/2000	01/29/2000	common stock	21,600	(7)	0	D	

**Explanation of Responses:**

1. The reporting person has elected to defer receipt of the common shares representing settlement of his performance shares and the common shares originally awarded as restricted stock until the first day of January of the year following his retirement.
2. Amending the filing to reflect the lapse of restrictions on the restricted stock derivative securities.
3. Performance shares settled in 2000 were settled at 200% of the amount eligible for settlement.
4. Award of performance shares under the Valero Energy Corporation Executive Stock Incentive Plan. Any shares of common stock to be awarded in settlement of the performance shares will not be issued to the reporting person until the first day of January of the year following his retirement. The amount of common stock to be awarded to the reporting person is determined annually over a three-year period and is payable in amounts ranging from zero to 200% of the performance shares.
5. 1-for-1 conversion
6. The 480,272 amount does not include 63,125.4147 shares indirectly owned by the reporting person in benefit plans.
7. The derivative security did not have a purchase or sale price.

**Signatures**

J. Stephen Gilbert, as Attorney-in-Fact for William E. Greehey

\*\* Signature of Reporting Person

10/09/2003

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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