VULCAN MATERIALS CO
Reported by
BASS STANLEY G

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 02/04/15 for the Period Ending 02/03/15

Address
1200 URBAN CENTER DRIVE
BIRMINGHAM, AL 35242

Telephone 2052983000
CIK 0001396009
Symbol VMC
SIC Code 1400 - Mining & Quarrying of Nonmetallic Minerals (No Fuels)
Industry Construction - Raw Materials
Sector Capital Goods
Fiscal Year 12/31
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
   Bass Stanley G
   1200 URBAN CENTER DRIVE
   BIRMINGHAM, AL 35242

2. Issuer Name and Ticker or Trading Symbol
   Vulcan Materials CO [ VMC ]

3. Date of Earliest Transaction (MM/DD/YYYY)
   2/3/2015

4. If Amendment, Date Original Filed
   2/3/2015

5. Relationship of Reporting Person(s) to Issuer
   ___ Director
   ___ 10% Owner
   ___ Officer (give title below)
   ___ Other (specify below)
   Sr VP - West Region

6. Individual or Joint/Group Filing (Check Applicable Line)
   _ Form filed by One Reporting Person
   ___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>2. Trans. Date</th>
<th>3. Trans. Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>2/3/2015</td>
<td>M 298.0000</td>
<td>A $57.0950</td>
<td>1127.0000</td>
<td>D</td>
<td>Direct (D)</td>
</tr>
<tr>
<td>Common Stock</td>
<td>2/3/2015</td>
<td>S 298.0000</td>
<td>D $72.0000</td>
<td>829.0000</td>
<td>D</td>
<td>Direct (D)</td>
</tr>
<tr>
<td>Common Stock</td>
<td>2/4/2015</td>
<td>M 1402.0000</td>
<td>A $57.0950</td>
<td>2231.0000</td>
<td>D</td>
<td>Direct (D)</td>
</tr>
<tr>
<td>Common Stock</td>
<td>2/4/2015</td>
<td>S 1402.0000</td>
<td>D $72.0000</td>
<td>829.0000</td>
<td>D</td>
<td>Direct (D)</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Title of Derivate Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivatives (Instr. 5)</th>
<th>3. Trans. Date</th>
<th>3A. Deemed Execution Date, if any</th>
<th>4. Trans. Code (Instr. 6)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stock Options (Right to Buy)</td>
<td>$57.0950</td>
<td>2/3/2015</td>
<td>M</td>
<td>298.0000</td>
<td>12/31/2005 (t)</td>
<td>2/10/2015</td>
<td>Common Stock $298.0000 $57.0950</td>
<td>3102.0000</td>
<td>D</td>
<td>Direct (D)</td>
<td>Direct (D)</td>
</tr>
<tr>
<td>Stock Options (Right to Buy)</td>
<td>$57.0950</td>
<td>2/4/2015</td>
<td>M</td>
<td>1402.0000</td>
<td>12/31/2005 (t)</td>
<td>2/10/2015</td>
<td>Common Stock 1402.0000 $57.0950</td>
<td>1700.0000</td>
<td>D</td>
<td>Direct (D)</td>
<td>Direct (D)</td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) The option vests over five years in 20% increments each year on December 31 following the grant date.

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bass Stanley G</td>
<td>Director, 10% Owner, Officer</td>
</tr>
</tbody>
</table>

1200 URBAN CENTER DRIVE
BIRMINGHAM, AL 35242
Signatures
**Signature of Reporting Person** **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).
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.
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.