SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549  

FORM 8-K  
CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934  

Date of Report (Date of earliest event reported): August 28, 2008  

VULCAN MATERIALS COMPANY  
(Exact name of registrant as specified in its charter)  

1200 Urban Center Drive  
Birmingham, Alabama 35242  
(Address of principal executive offices) (zip code)  

(205) 298-3000  
Registrant’s telephone number, including area code:  

Not Applicable  
(Former name or former address if changed since last report)  

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions:  

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)  
☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)  
☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))  
☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On August 28, 2008, the Company announced that Robert A. Wason IV, 56, has been named Senior Vice President and General Counsel. Mr. Wason joined the Company in 1988 as General Counsel. He then served in various senior management positions in the Company’s former Chemicals Division. Since January, 1999, Mr. Wason has served as Senior Vice President – Corporate Development for the Company. Mr. Wason will replace William F. Denson, III, who is retiring effective August 29, 2008.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits:

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<th>Exhibit No.</th>
<th>Description</th>
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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant had duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Vulcan Materials Company

Date: August 29, 2008

By: /s/ Daniel F. Sansone
   Daniel F. Sansone
   Senior Vice President and Chief Financial Officer
Birmingham, Ala. – Vulcan Materials Company (NYSE: VMC) announced today that Robert A. Wason (56) has been named Senior Vice President and General Counsel. Mr. Wason most recently served as Senior Vice President-Corporate Development. He joined the Company in 1988 as General Counsel and has held various senior management positions.

Mr. Wason replaces William F. Denson III (65) who is retiring effective August 31, 2008. Mr. Denson joined the company in 1973 and served as Vulcan’s chief legal officer for the past 14 years, concluding a career of increasing responsibility in the Company’s legal department.

According to Don James, Vulcan’s Chairman and Chief Executive Officer, “Bill Denson has made innumerable contributions to our success, including his extraordinary service in the establishment and management of our foreign ventures in Saudi Arabia and Mexico. Bill is a valued friend and counselor to all of his colleagues and we will miss his humor, wit and sound business perspectives. Bob Wason brings to his new position over 30 years of legal and business experience. He is well equipped to lead the Company’s legal function.”

Vulcan Materials Company, a member of the S&P 500 index, is the nation’s foremost producer of construction aggregates and a major producer of other construction materials.

For additional information about Vulcan Materials Company, see www.vulcanmaterials.com.

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