VULCAN MATERIALS CO
Reported by
DUKE WILLIAM K

FORM 3
(Initial Statement of Beneficial Ownership)

Filed 01/08/15 for the Period Ending 01/01/15

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
1. Name and Address of Reporting Person *

Duke William K

2. Date of Event Requiring Statement (MM/DD/YYYY)

1/1/2015

3. Issuer Name and Ticker or Trading Symbol

Vulcan Materials CO [VMC]

4. Relationship of Reporting Person(s) to Issuer (Check all applicable)

_____ Director

____ 10% Owner

___ X ___ Officer (give title below)

_____ Other (specify below)

President, Mideast Division /

5. If Amendment, Date Original Filed (MM/DD/YYYY)

6. Individual or Joint/Group Filing (Check Applicable Line)

_ X _ Form filed by One Reporting Person

___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 4)</th>
<th>2. Amount of Securities Beneficially Owned (Instr. 4)</th>
<th>3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</th>
<th>4. Nature of Indirect Beneficial Ownership (Instr. 5)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>20171.0000</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Common Stock (401k)</td>
<td>15843.0100</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>1. Title of Derivate Security (Instr. 4)</th>
<th>2. Date Exercisable and Expiration Date (MM/DD/YYYY)</th>
<th>3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)</th>
<th>4. Conversion or Exercise Price of Derivative Security</th>
<th>5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)</th>
<th>6. Nature of Indirect Beneficial Ownership (Instr. 5)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Performance Share Units</td>
<td>12/31/2014 (1) Common Stock</td>
<td>1570.0000</td>
<td>(1) D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Performance Share Units</td>
<td>12/31/2015 (2) Common Stock</td>
<td>3030.0000</td>
<td>(2) D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Performance Share Units</td>
<td>12/31/2016 (3) Common Stock</td>
<td>1850.0000</td>
<td>(3) D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Performance Share Units</td>
<td>12/31/2017 (4) Common Stock</td>
<td>1770.0000</td>
<td>(4) D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>1. Title of Derivate Security (Instr. 4)</td>
<td>2. Date Exercisable and Expiration Date (MM/DD/YYYY)</td>
<td>3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)</td>
<td>4. Conversion or Exercise Price of Derivative Security</td>
<td>5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)</td>
<td>6. Nature of Indirect Beneficial Ownership</td>
</tr>
<tr>
<td>----------------------------------------</td>
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</tr>
<tr>
<td>Stock Appreciation Right</td>
<td>3/1/2012, 3/1/2021</td>
<td>Common Stock 1540.0000</td>
<td>$43.6300</td>
<td>D</td>
<td></td>
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<tr>
<td>Stock Appreciation Right</td>
<td>2/12/2010, 2/12/2019</td>
<td>Common Stock 5110.0000</td>
<td>$47.4700</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Stock Appreciation Right</td>
<td>2/7/2014, 2/7/2023</td>
<td>Common Stock 1850.0000</td>
<td>$55.4100</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Stock Appreciation Right</td>
<td>2/13/2015, 2/13/2024</td>
<td>Common Stock 1770.0000</td>
<td>$66.0000</td>
<td>D</td>
<td></td>
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<tr>
<td>Stock Appreciation Right</td>
<td>2/7/2009, 2/7/2018</td>
<td>Common Stock 2140.0000</td>
<td>$70.6900</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Stock Options (Right to Buy)</td>
<td>12/31/2005, 2/10/2015</td>
<td>Common Stock 1700.0000</td>
<td>$57.0950</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Stock Options (Right to Buy)</td>
<td>12/8/2005, 12/8/2015</td>
<td>Common Stock 7200.0000</td>
<td>$68.6300</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:

(1) Performance Share Units vest on December 31 at the end of the Performance Period. The Performance Period for this award begins on January 1, 2011 and ends on December 31, 2014. At the end of the Performance Period, the Compensation Committee determines the payment amount based on Company performance relative to the S&P 500 Index, of which the Company is a member. The payment is made 100% in stock on a payment date determined by the Compensation Committee. The fair market value of the award is not determinable until the payment date.

(2) Performance Share Units vest on December 31 at the end of the Performance Period. The Performance Period for this award begins on January 1, 2012 and ends on December 31, 2015. At the end of the Performance Period, the Compensation Committee determines the payment amount based on Company performance relative to the S&P 500 Index, of which the Company is a member. The payment is made 100% in stock on a payment date determined by the Compensation Committee. The fair market value of the award is not determinable until the payment date.

(3) Performance Share Units vest on December 31 at the end of the Performance Period. The Performance Period for this award begins on January 1, 2013 and ends on December 31, 2016. At the end of the Performance Period, the Compensation Committee determines the payment amount based on Company performance relative to the S&P 500 Index, of which the Company is a member. The payment is made 100% in stock on a payment date determined by the Compensation Committee. The fair market value of the award is not determinable until the payment date.

(4) Performance Share Units vest on December 31 at the end of the Performance Period. The Performance Period for this award begins on January 1, 2014 and ends on December 31, 2017. At the end of the Performance Period, the Compensation Committee determines the payment amount based on Company performance relative to the S&P 500 Index, of which the Company is a member. The payment is made 100% in stock on a payment date determined by the Compensation Committee. The fair market value of the award is not determinable until the payment date.

Remarks:
dukekpoa.txt

Reporting Owners

| Reporting Owner Name / Address | Relationships |
Director | 10% Owner | Officer | Other
Duke William K
1200 URBAN CENTER DRIVE
BIRMINGHAM, AL 35242
President, Mideast Division

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 5(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.
POWER OF ATTORNEY

STATE OF ALABAMA )

COUNTY OF JEFFERSON) 

The undersigned officer of Vulcan Materials Company, a New Jersey corporation, hereby nominates, constitutes and appoints Michael R. Mills, Amy M. Tucker and Jerry F. Perkins Jr., or any of them, the true and lawful attorneys of the undersigned to prepare, based on information provided by said officer, and sign the name of the undersigned to (i) any Form 3 required to be filed with the Securities and Exchange Commission under the Securities and Exchange Act of 1934, as amended, for and on behalf of said officer, (ii) any Form 4 required to be filed with the Securities and Exchange Commission under the Securities Exchange Act of 1934, as amended, for and on behalf of said officer and any and all amendments to said reports, and (iii) any Form 5 of said officer to be filed with the Securities and Exchange Commission under the Securities Exchange Act of 1934, as amended, for and on behalf of said officer and any and all amendments to said reports.

The undersigned hereby grants to said attorneys full power of substitution, resubstitution and revocation, all as fully as the undersigned could do if personally present, hereby ratifying all that said attorneys or their substitutes may lawfully do by virtue hereof.

IN WITNESS WHEREOF, the undersigned officer of Vulcan Materials Company has executed this Power of Attorney this 15th day of December, 2014.

William K. Duke