United States Securities and Exchange Commission
Washington, D.C. 20549

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*
   Khan Ejaaz A
   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)
   9/15/2015

4. If Amendment, Date Original Filed
   
5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
   — Director
   — 10% Owner
   X Officer (give title below)
   — Other (specify below)
   VP, Controller & CIO

6. Individual or Joint/Group Filing (Check Applicable Line)
   — Form filed by One Reporting Person
   X 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>Date</th>
<th>Code</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>9/15/2015</td>
<td>M</td>
<td>8763.0810</td>
<td>$47.4700</td>
</tr>
<tr>
<td>Common Stock</td>
<td>9/15/2015</td>
<td>M</td>
<td>8763.0810</td>
<td>$100.0900</td>
</tr>
<tr>
<td>Common Stock (401k)</td>
<td></td>
<td></td>
<td></td>
<td></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</th>
<th>Date</th>
<th>Code</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stock Appreciation Right</td>
<td>9/15/2015</td>
<td>M</td>
<td>8763.0810</td>
<td>$0.0000</td>
</tr>
</tbody>
</table>

Explanation of Responses:
This disposition was in connection with a reallocation of funds within the reporting person's Executive Deferred Compensation Plan account, from a Vulcan stock fund to non-stock fund.

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Khan Ejaaz A</td>
<td>Director</td>
</tr>
<tr>
<td>1200 Urban Center Drive</td>
<td>10% Owner</td>
</tr>
<tr>
<td>Birmingham, AL 35242</td>
<td>Officer</td>
</tr>
<tr>
<td></td>
<td>VP, Controller &amp; CIO</td>
</tr>
</tbody>
</table>

Signatures

Amy M. Tucker, Attorney-in-Fact
Date: 9/17/2015

Signature of Reporting Person

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.