VULCAN MATERIALS CO

Reported by

FARMER PHILLIP W

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 05/12/14 for the Period Ending 05/08/14

Address 1200 URBAN CENTER DRIVE
BIRMINGHAM, AL 35242
Telephone 2052983000
CIK 0001396009
Symbol VMC
Fiscal Year 12/31
FORM 4

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 *
FARMER PHILLIP W
1200 URBAN CENTER DRIVE
BIRMINGHAM, AL 35242

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

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
   _X_ Director
   ____ 10% Owner
   ____ Officer (give title below)
   _____ Other (specify below)

3. Date of Earliest Transaction (MM/DD/YYYY)
5/8/2014

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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)
   Phantom Stock
   (Deferred Stock Units)

2. Trans. Date
   5/8/2014

3. Trans. Code
   _A_

4. Securities Acquired (A) or Disposed of (D)
   (A)

5. Amount of Securities Beneficially Owned Following Reported Transaction(s)
   2060.0000

6. Ownership Form:
   _V_

   Direct (D)
   or Indirect (I) (Instr. 4)

7. Nature of Indirect Beneficial Ownership (Instr. 4)
   By Trust

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

1. Title of Derivative Security (Instr. 3)
   Phantom Stock
   (Deferred Stock Units)

2. Conversion or Exercise Price of Derivative Security
   2060.0000

3. Trans. Date
   5/8/2014

4. Trans. Code
   _A_

5. Number of Derivative Securities Acquired (A) or Disposed of (D)
   (A)

6. Date Exercisable and Expiration Date
   2060.0000

7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)
   Common Stock

8. Price of Derivative Security (Instr. 5)
   16005.8080

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)
   By Trust

Explanation of Responses:

(1) Convertible on a 1-for-1 basis.

(2) Annual deferred stock grant made to the reporting person under the Vulcan Materials Company 2006 Omnibus Long-Term Incentive Plan.

(3) Deferred Stock Units vest on the third anniversary of the grant date. Vested shares will be delivered to the reporting person in the month of April following the year in which the reporting person ceases to be a member of the Board of Directors, unless the reporting person has elected to defer payment of the award, or unless payment is made earlier due to the death or disability of the reporting person or a change in control of Vulcan. The fair market value of the award is not determinable until the payment date.

Reporting Owners

Reporting Owner Name / Address
FARMER PHILLIP W
1200 URBAN CENTER DRIVE
BIRMINGHAM, AL 35242

Relationships
Director 10% Owner Officer Other
X

Signatures
Amy M. Tucker, Attorney-in-Fact 5/12/2014
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)(vi).


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.