VULCAN MATERIALS CO

FORM 8-K
(Current report filing)

Filed 05/17/10 for the Period Ending 05/14/10

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

New Jersey 001-33841 20-8579133
(State or other jurisdiction (Commission File Number) (IRS Employer Identification No.)
of incorporation)

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 5.07 Submission of Matters to a Vote of Security Holders.

The annual meeting of shareholders of Vulcan Materials Company (the “Company”) was held on May 14, 2010, in Birmingham, Alabama. There were 127,689,522 shares of common stock of the Company eligible to be voted at the Annual Meeting and 110,396,207 shares represented in person or by proxy at the Annual Meeting, which constituted a quorum to conduct business at the meeting. The following matters were submitted to a vote of shareholders at the Annual Meeting.

(1) Election of Directors:

<table>
<thead>
<tr>
<th>Director</th>
<th>For</th>
<th>Withheld</th>
<th>Broker Non-Votes</th>
</tr>
</thead>
<tbody>
<tr>
<td>Douglas J. McGregor</td>
<td>89,602,775</td>
<td>8,068,777</td>
<td>12,727,181</td>
</tr>
<tr>
<td>Vincent J. Trosino</td>
<td>90,319,565</td>
<td>7,351,987</td>
<td>12,727,181</td>
</tr>
<tr>
<td>Philip J. Carroll, Jr.</td>
<td>66,462,335</td>
<td>31,209,217</td>
<td>12,727,181</td>
</tr>
<tr>
<td>James V. Napier</td>
<td>76,555,286</td>
<td>21,116,266</td>
<td>12,727,181</td>
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</tbody>
</table>

(2) Ratification of the appointment of Deloitte & Touche LLP as independent auditors for 2010.

<table>
<thead>
<tr>
<th>For</th>
<th>Against</th>
<th>Abstentions</th>
</tr>
</thead>
<tbody>
<tr>
<td>109,439,235</td>
<td>864,216</td>
<td>95,280</td>
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</tbody>
</table>

(3) Shareholder majority vote proposal.

<table>
<thead>
<tr>
<th>For</th>
<th>Against</th>
<th>Abstentions</th>
<th>Broker Non-Votes</th>
</tr>
</thead>
<tbody>
<tr>
<td>38,326,171</td>
<td>59,008,678</td>
<td>336,704</td>
<td>12,727,178</td>
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</tbody>
</table>

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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: May 17, 2010

By: /s/ Robert A. Wason IV

Robert A. Wason IV

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