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

Chao Elaine L.
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)

5/16/2016

4. Form filed by One Reporting Person (Check Applicable Line)

X

5. Relationship of Reporting Person(s) to Issuer

(Indicate Relationship)

Director
X

10% Owner

Officer (give title below)

Other (specify below)

6. Individual or Joint/Group Filing

Form filed by One Reporting Person

X

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

Direct (D)

Indirect (I)

Deferred Stock Units

1. Title of Security

Deferred Stock Units

2. Trans. Date

5/16/2016

3. Trans. Code

(A)

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

1300.0000

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

1300.0000

6. Ownership Form of Derivative Security:

Direct (D)

Indirect (I)

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

Convertible on a 1-for-1 basis.

Annual deferred stock grant made to the reporting person under the Vulcan Materials Company 2016 Omnibus Long-Term Incentive Plan.

Deferred Stock Units are fully vested as 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.

Reporting Owners

Reporting Owner Name / Address

Chao Elaine L.
1200 Urban Center Drive
Birmingham, AL 35242

Relationships

Director

10% Owner

Officer

Other

X

Signatures

Jerry F. Perkins Jr., Attorney-in-Fact

5/16/2016

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.