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VULCAN MATERIALS CO

FORM FWP

(Free Writing Prospectus - Filing under Securities Act Rules 163/433)

Filed 06/17/08

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

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Term Sheet

Filed Pursuant to Rule 433
Registration No. 333-147796
June 17, 2008

Vulcan Materials Company
6.300% Notes due June 15, 2013

Issuer:	Vulcan Materials Company
Note Type:	Senior Unsecured Notes
Ratings:	A3 / A- (Negative Outlook/Stable)
Type of Offering:	SEC Registered
Final Terms	
Principal Amount:	$250,000,000
Benchmark:	3.500% due May 31, 2013
Benchmark Yield:	3.648%
Re-offer Spread:	+270bps
Re-offer Yield:	6.348%
Coupon:	6.300%
Price to Public:	99.799%
Coupon Dates:	June 15 and December 15
First Coupon Date:	December 15, 2008
Trade Date:	June 17, 2008
Settlement Date:	June 20, 2008 (T+3)
Maturity Date:	June 15, 2013
Make Whole Call:	At any time at a discount rate of Treasury plus 45 bps
CUSIP:	929160AJ8
ISIN:	US929160AJ88

Bookrunners:	Banc of America Securities LLC Goldman, Sachs & Co. J.P. Morgan Securities Inc. Wachovia Capital Markets, LLC
Co-Managers:	Morgan Keegan & Company, Inc. UBS Securities LLC Citigroup Global Markets Inc. Mizuho Securities USA Inc. Fifth Third Securities, Inc. The Williams Capital Group, L.P.

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents incorporated by reference in the registration statement and filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov . Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Banc of America Securities LLC toll-free at 1-800-294-1322 or Goldman, Sachs & Co. toll-free at 1-866-471-2526.

Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

Filed Pursuant to Rule 433
Registration No. 333-147796
June 17, 2008

Vulcan Materials Company
7.000% Notes due June 15, 2018

Issuer:	Vulcan Materials Company
Note Type:	Senior Unsecured Notes
Ratings:	A3 / A- (Negative Outlook/Stable)
Type of Offering:	SEC Registered
Final Terms	
Principal Amount:	$400,000,000
Benchmark:	3.875% due May 15, 2018
Benchmark Yield:	4.215%
Re-offer Spread:	+280bps
Re-offer Yield:	7.015%
Coupon:	7.000%
Price to Public:	99.895%
Coupon Dates:	June 15 and December 15
First Coupon Date:	December 15, 2008
Trade Date:	June 17, 2008
Settlement Date:	June 20, 2008 (T+3)
Maturity Date:	June 15, 2018
Make Whole Call:	At any time at a discount rate of Treasury plus 45 bps
CUSIP:	929160AK5
ISIN:	US929160AK51

Bookrunners:	Banc of America Securities LLC Goldman, Sachs & Co. J.P. Morgan Securities Inc. Wachovia Capital Markets, LLC
Co-Managers:	Morgan Keegan & Company, Inc. UBS Securities LLC Citigroup Global Markets Inc. Mizuho Securities USA Inc. Fifth Third Securities, Inc. The Williams Capital Group, L.P.

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