VULCAN MATERIALS CO
Reported by
MILLS MICHAEL R

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 11/18/14 for the Period Ending 11/18/14

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
**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 *
   Mills Michael R  
   (Last) (First) (Middle)  
   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)  
   11/18/2014

4. If Amendment, Date Original Filed (MM/DD/YYYY)  

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

   Senior Vice President and Gene

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Trans. Date</th>
<th>Code</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>11/18/2014</td>
<td>M</td>
<td>4900.000</td>
<td>57.0950</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/18/2014</td>
<td>S</td>
<td>100.000</td>
<td>66.1226</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/18/2014</td>
<td>S</td>
<td>381.000</td>
<td>66.1221</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/18/2014</td>
<td>S</td>
<td>500.000</td>
<td>66.1400</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/18/2014</td>
<td>S</td>
<td>3519.000</td>
<td>66.1201</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>Conversion or Exercise Price of Derivative Security</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Code</th>
<th>Amount or Number of Shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stock Options (Right to Buy)</td>
<td>$57.0950</td>
<td>11/18/2014</td>
<td>M</td>
<td>4900.000</td>
<td>0.000</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

(1) The option vests over five years in 20% increments each year on December 31 following the grant date.

**Reporting Owners**

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mills Michael R</td>
<td></td>
</tr>
</tbody>
</table>

[1] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Signatures


** Signature of Reporting Person  
Date

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.