

VULCAN MATERIALS CO

FORM DEFA14A

(Additional Proxy Soliciting Materials (definitive))

Filed 03/28/08

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

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

SCHEDULE 14A

**SCHEDULE 14A INFORMATION
Proxy Statement Pursuant to Section 14(a) of the Securities
Exchange Act of 1934**

Filed by the Registrant ☒

Filed by a Party other than the Registrant ☐

Check the appropriate box:

☐ Preliminary Proxy Statement.

☐ **Confidential, for use of the Commission Only (as permitted by Rule 14a- 6(e)(2)).**

☐ Definitive Proxy Statement.

☒ Definitive Additional Materials.

☐ Soliciting Material Pursuant to § 240.14a-12.

Vulcan Materials Company
(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

☒ No fee required.

☐ Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

☐ Fee paid previously with preliminary materials.

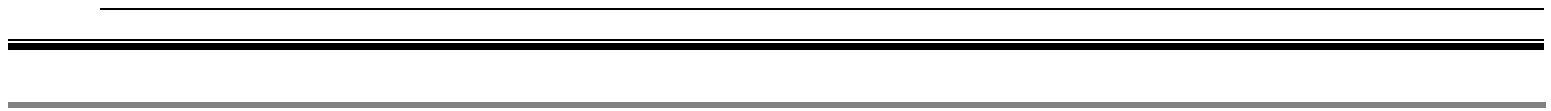
☐ Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:



Important Notice Regarding the Availability of Proxy Materials for the Shareholder Meeting to be held on 05/09/08.

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.

The following materials are available for view:

Notice and Proxy Statement and Annual Report

To view this material, have the 12-digit Control #(s) available and visit: www.proxyvote.com

If you want to receive a paper or e-mail copy of the above listed documents you must request one. There is no charge to you for requesting a copy. To facilitate timely delivery please make the request as instructed below on or before 04/25/08.

To request material: **Internet:** www.proxyvote.com **Telephone:** 1-800-579-1639 ****Email:** sendmaterial@proxyvote.com

****If requesting material by e-mail please send a blank e-mail with the 12-digit Control# (located on the following page) in the subject line.**
Requests, instructions and other inquiries will NOT be forwarded to your investment advisor.

VULCAN MATERIALS COMPANY
C/O PROXY SERVICES
P.O. BOX 9142
FARMINGDALE, NY 11735

VULCAN MATERIALS COMPANY



Vote In Person

Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the Meeting you will need to request a ballot to vote these shares.



Vote By Internet

To vote **now** by Internet, go to WWW.PROXYVOTE.COM. Use the Internet to transmit your voting instructions and for electronic delivery of information up until 11:59 P.M. Eastern Time the day before the cut-off date or meeting date. Have your notice in hand when you access the web site and follow the instructions.

Meeting Location

The Annual Meeting for holders as of 03/14/08
is to be held on 05/09/08 at 9:00 A.M. CDT
at: Vulcan Materials Company Headquarters
1200 Urban Center Drive
Birmingham, Alabama 35242

**FOR MEETING DIRECTIONS
PLEASE CALL: 205-298-3000**

R1VMC2

Voting items

**THE BOARD OF DIRECTORS RECOMMEND A VOTE
"FOR" ITEMS 1, 2 AND 3.**

1. ELECTION OF DIRECTORS

Nominees:

- 01) Donald M. James
- 02) Ann McLaughlin Korologos
- 03) Philip J. Carroll, Jr.
- 04) Orin R. Smith

- 2. Proposal to ratify the appointment of Deloitte & Touche LLP as Vulcan Material Company's independent registered public accounting firm for the year 2008.
- 3. Proposal to adopt the Legacy Vulcan Corp. Restated Certificate of Incorporation.
- 4. In their discretion, upon such other matters that may properly come before the meeting or any adjournment or adjournments thereof.

