FORM 4

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

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

Mills Michael R

2. Issuer Name and Ticker or Trading Symbol

Vulcan Materials CO [ VMC ]

3. Date of Earliest Transaction (MM/DD/YYYY)

9/11/2017

4. If Amendment, Date Original Filed


5. Relationship of Reporting Person(s) to Issuer

____ Director

____ 10% Owner

X Officer (give title below)

____ Other (specify below)

Chief Administrative Officer

6. Individual or Joint/Group Filing

_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>Trans. Code</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>9/11/2017</td>
<td>M</td>
<td>4425.00</td>
<td>$70.69</td>
</tr>
<tr>
<td></td>
<td>9/11/2017</td>
<td>F</td>
<td>3444.00</td>
<td>$121.52</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>Trans. Code</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Date Exercisable</th>
<th>Date Expiration Date</th>
<th>Title</th>
<th>Amount or Number of Shares</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stock Appreciation Right</td>
<td>$70.69</td>
<td>9/11/2017</td>
<td>M</td>
<td>4425.00</td>
<td>2/7/2008</td>
<td>2/7/2018</td>
<td>Common Stock</td>
<td>4425.00</td>
<td>$0.00</td>
<td>0.00</td>
<td>D</td>
<td>D</td>
</tr>
</tbody>
</table>

Explanation of Responses:

(1) The transactions reported were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on September 8, 2017.

(2) Represents shares sold (for tax-withholding purposes and to cover the cost of the options) pursuant to the exercise of Stock-Only Stock Appreciation Rights previously granted.

Reporting Owners

Mills Michael R

1200 URBAN CENTER DRIVE

BIRMINGHAM, AL 35242

Chief Administrative Officer

Signatures

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

9/12/2017
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