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 *

FANNING THOMAS A

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)

6/15/2017

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

6/19/2017

5. Relationship of Reporting Person(s) to Issuer

X __Director
______ 10% Owner
______ Officer (give title below) _____ Other (specify below)

6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

__

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

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>6/15/2017</td>
<td>A</td>
<td>1160.0000</td>
<td>$127.0210</td>
</tr>
<tr>
<td>Common Stock</td>
<td>6/15/2017</td>
<td>A</td>
<td>432.9990</td>
<td>$2509.3230</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>Code</th>
<th>V</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Amount or Number of Shares</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Amount of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>10% Owner (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Deferred Stock Units</td>
<td></td>
<td>6/15/2017</td>
<td>A</td>
<td></td>
<td></td>
<td></td>
<td>Common Stock</td>
<td>1160.0000</td>
<td>(I) (Instr. 3)</td>
<td>2413.6370</td>
<td></td>
</tr>
<tr>
<td>Phantom Stock (Deferred Compensation)</td>
<td></td>
<td>6/15/2017</td>
<td>A</td>
<td></td>
<td></td>
<td></td>
<td>Common Stock</td>
<td>432.9990</td>
<td>(I) (Instr. 3)</td>
<td>2509.3230</td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:

1. Convertible on a 1-for-1 basis.
2. Annual deferred stock grant made to the reporting person under the Vulcan Materials Company 2016 Omnibus Long-Term Incentive Plan.
3. 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.
4. Director's fees credited to the reporting person's account in accordance with the Vulcan Materials Company Directors' Deferred Compensation Plan.
5. The units are to be settled in Vulcan common stock commencing at the retirement of the reporting person.

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>FANNING THOMAS A</td>
<td>Director</td>
</tr>
<tr>
<td>BIRMINGHAM, AL 35242</td>
<td>X</td>
</tr>
</tbody>
</table>

Signatures

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

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.