FANNING THOMAS A
1200 URBAN CENTER DRIVE
BIRMINGHAM, AL 35242

Vulcan Materials CO [ VMC ]

5/10/2019

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>Executed Date, if any</th>
<th>Secs Acquired or Disposed of</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Deferred Stock Units</td>
<td>5/10/2019</td>
<td>A</td>
<td>1165.00</td>
<td>(A)</td>
<td>1,165.00</td>
</tr>
</tbody>
</table>

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

| Title of Derivative Security | Conversion or Exercise Price of Derivative Security | Trans. Date | Trans. Code | Executed Date, if any | Derivatives Acquired or Disposed of | Amount of Securities Underlying Derivative Security | Price of Derivative Security | Ownership Form of Derivative Security: Direct (D) or Indirect (I) | Nature of Indirect Beneficial Ownership Code | Number of Derivatives Beneficially Owned Following Reported Transaction(s) | Amount or Number of Shares | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Price of Derivative Security | Ownership Form of Derivative Security: Direct (D) or Indirect (I) | Nature of Indirect Beneficial Ownership Code | Number of Derivatives Beneficially Owned Following Reported Transaction(s) | Amount or Number of Shares | Date Exercisable | Expiration Date |
|-----------------------------|-----------------------------------------------|-------------|-------------|------------------------|-----------------------------------|-----------------------------------------------|-----------------------------|-----------------------------------------------|-----------------------------------------------|-----------------------------------------------|-----------------------------------------------|-----------------------------------------------|-----------------------------------------------|-----------------------------------------------|-----------------------------------------------|-----------------------------------------------|-----------------------------------------------|-----------------------------------------------|-----------------------------------------------|
| Deferred Stock Units        | (1)                                           | 5/10/2019   | A           | 1165.00               | (A)                              | 1,165.00                          | 6640.74                   | D                                           |                                  | 1,165.00                          | 5/10/2019                     |

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.

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>
</tbody>
</table>

Signatures

/s/ C. Samuel Todd, Attorney-in-Fact  5/14/2019

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.
POWER OF ATTORNEY

STATE OF ALABAMA

COUNTY OF JEFFERSON

The undersigned director, officer and/or shareholder of Vulcan Materials Company, a New Jersey corporation, hereby nominates, constitutes and appoints Michael R. Mills, Jerry F. Perkins Jr., and C. Samuel Todd, or any of them, the true and lawful attorneys of the undersigned to prepare, based on information provided by the undersigned, and sign the name of the undersigned to (1) any Form 3 required to be filed with the Securities and Exchange Commission (the "SEC") under the Securities and Exchange Act of 1934, as amended (the "Exchange Act"), for and on behalf of the undersigned and any and all amendments to said report; (2) any Form 4 required to be filed with the SEC under the Exchange Act, for and on behalf of the undersigned and any and all amendments to said reports; and (3) any Form 5 to be filed with the SEC under the Exchange Act, for and on behalf of the undersigned and any and all amendments to said reports.

The undersigned hereby grants to said attorneys full power of substitution, resubstitution and revocation, all as fully as the undersigned could do if personally present, hereby ratifying all that said attorneys or their substitutes may lawfully do by virtue hereof.

This Power of Attorney shall be effective for so long as the undersigned remains subject to the provisions of Section 16 of the Exchange Act, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys.

IN WITNESS WHEREOF, the undersigned has executed this Power of Attorney this 1st day of November, 2017.

/s/Thomas A. Fanning

Thomas A. Fanning