### Edgar Filing: DESIMONE LIVIO D - Form 4

DESIMONE LIV Form 4	'IO D											
February 12, 200	7											
FORM 4			GEGU	DIFIE		DNG				OMB APPROVAL		
Washington, D.C. 20549							ON	OMB Number:	3235-			
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.	Section	ANGES IN BENEFICIAL OWNERSHIP OF SECURITIES on 16(a) of the Securities Exchange Act of 1934, c Utility Holding Company Act of 1935 or Sectio					4,			-		
<i>See</i> Instruction 1(b).		30(h)	of the I	nvestmen	t Con	npany	Act of 1	940				
(Print or Type Respondence)	nses)											
1. Name and Addres DESIMONE LIV	2. Issuer Name <b>and</b> Ticker or Trading Symbol VULCAN MATERIALS CO [VMC				5. Relationship of Reporting Person(s) to Issuer							
(Last) (First) (Middle) 3. Date of Earliest						(Check all applicable)						
			(Month/Day/Year) 02/08/2007			XDirector10% Owner Officer (give titleOther (specify below)						
(	4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>								
BIRMINGHAM	, AL 35242							Person	Uy IVIC	se than one R	eporting	
(City) (	(State)	(Zip)	Tab	ole I - Non-I	Deriva	tive S	ecurities A	cquired, Dispos	ed of,	or Beneficia	lly Owned	1
	ansaction Date th/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8) Code V	onAcqu Dispo (Instr	osed of :. 3, 4 a (	A) or f (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Fo (D (I)	Ownership rm: Direct ) or Indirect nstr. 4)	7. Nature Indirect Beneficia Ownersh (Instr. 4)	ıl
		C 1 1	c				,	· · · .1				
Reminder: Report on	a separate line	e for each cla	ass of sec	urities bene	-		-	or indirectly.	llecti	on of	SEC 1474	
information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.												

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount
Derivative Security	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securitie
(Instr. 3)	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or		

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	Derivative Security	Disposed of (D) (Instr. 3, 4, and 5)							
			Code	V (A)	(D)	Date Exercisable	Expiration Date	Title	Amou Numb Shares
Phantom Stock (Deferred Compensation)	<u>(1)</u>	02/08/2007	A <u>(2)</u>	30.211		(3)	(3)	Common Stock	30.2
Phantom Stock (Deferred Compensation)	<u>(1)</u>	02/09/2007	A <u>(2)</u>	162.079		(3)	(3)	Common Stock	162.0

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
DESIMONE LIVIO D 1200 URBAN CENTER DRIVE BIRMINGHAM, AL 35242	Х							
Signatures								
By: Amy M. Tucker, Attorney-in-Fact		02/12/2007						

\*\*Signature of Reporting Person

Date

### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Convertible on a 1-for-1 basis.
- (2) Director's fees credited to the reporting person's account in accordance with the Vulcan Materials Company Directors' Deferred Compensation Plan.
- (3) The units are to be settled in Vulcan common stock commencing at the retirement of the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.