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Vulcan Materials CO  
Form 425  
March 30, 2012

FILED BY VULCAN MATERIALS COMPANY

PURSUANT TO RULE 425 UNDER THE SECURITIES ACT OF 1933

SUBJECT COMPANY: VULCAN MATERIALS COMPANY

COMMISSION FILE NO. 001-33841

**EXPLANATORY NOTE**

This Form 425 is being filed to correct (i) Slide 5 of the Investor Presentation filed earlier today to replace a 58% reference on such slide with 39% and a reference to key end markets with key markets and (ii) Slide 21 of such presentation to restate the lead-in Examples include Examples include further .

For ease of reference, the full set of slides for the Investor Presentation are being re-filed herewith.

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