

Item 2.02 Results of Operations and Financial Condition.

The Registrant's earnings release dated February 9, 2009, regarding its fourth quarter and year end financial results is attached hereto as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits:

Exhibit Description

No.

99.1 Earnings Release dated February 9, 2009.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed by the undersigned, thereunto duly authorized.

VULCAN MATERIALS COMPANY

(Registrant)

By: /s/ Robert A. Wason IV

Robert A. Wason IV

Dated: February 9, 2009