Edgar Filing: TROSINO VINCENT J - Form 4

TROSINO VINC	ENT J												
Form 4	,												
October 17, 2005									0.45				
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION										OMB APPROVAL			
	UNITED	SIAIES		shington			NGE	COMINISSIO	N OMB Number:	3235-0)287		
Check this box if no longer				Expires:	January	-							
subject to Section 16.	F CHAN	NGES IN SECUI	Estimated	Estimated average burden hours per									
Form 4 or	SECONTES								response.	•	0.5		
Form 5 obligations may continue. See Instruction 1(b).	Section 17(a) of the H	Public U		lding Co	ompany	Act	ge Act of 1934, of 1935 or Secti 940	,				
(Print or Type Respo	nses)												
1. Name and Addres TROSINO VINO	2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer								
			VULCAN MATERIALS CO [VM] (Ch	eck all applicat	k all applicable)			
(Last) (First) (Middle) 1200 URBAN CENTER DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 10/13/2005				X_ Director 10% Owner Officer (give title Other (specify below) below)						
(4. If Amendment, Date Original Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 								
BIRMINGHAM	, AL 35242							Form filed by Person	More than One	Reporting			
(City)	(State)	(Zip)	Tab	ole I - Non-J	Derivativ	ve Securit	ties A	cquired, Disposed	of, or Benefici	ally Owned	l		
	ansaction Date hth/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8)	Dispose		,	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownershij (Instr. 4)	1		
				Code V	Amoun	t (D) I	Price	(Instr. 3 and 4)					
Reminder: Report or	n a separate line	for each cla	ass of sec	urities bene	-		-	-					
					info requ disp	rmation	conta respo	pond to the colle ained in this form and unless the fo tly valid OMB co	n are not orm	SEC 1474 (9-02)			

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>	10/13/2005	A <u>(2)</u>		42.156		(3)	(3)	Common Stock	42.1
Phantom Stock (Deferred Compensation)	<u>(1)</u>	10/14/2005	A <u>(2)</u>		228.754		(3)	(3)	Common Stock	228.

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
TROSINO VINCENT J 1200 URBAN CENTER DRIVE BIRMINGHAM, AL 35242	Х							
Signatures								
By: Amy M. Tucker, Attorney-in-Fact		10/17/2005						

**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.