

Vulcan Materials CO  
Form 8-K  
February 20, 2018

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, DC 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): February 20, 2018**

**VULCAN MATERIALS COMPANY**

**(Exact name of registrant as specified in its charter)**

**New Jersey**  
**(State or other jurisdiction**  
**of incorporation)**

**001-33841**  
**(Commission File Number)**

**20-8579133**  
**(IRS Employer Identification No.)**

**1200 Urban Center Drive**

**Birmingham, Alabama**

**(Address of principal executive offices) (zip code)**

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**(205) 298-3000**

**Registrant's telephone number, including area code:**

**Not Applicable**

**(Former name or former address if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 8.01. Other Events.**

On February 20, 2018, Vulcan Materials Company (the Company) announced the pricing of its offering of \$350 million aggregate principal amount of 4.70% Notes due 2048 (the 2048 Notes). A copy of the Company's press release issued in connection with the pricing of the 2048 Notes offering is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Also on February 20, 2018, the Company announced a private exchange offer to exchange any and all of its outstanding 7.15% Notes due 2037 for additional 2048 Notes and cash. A copy of the Company's press release issued in connection with this announcement is attached hereto as Exhibit 99.2 and incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

| <b>Exhibit No.</b> | <b>Description</b>  |
|--------------------|---|
| 99.1               | <u>Press release, dated February 20, 2018, announcing the pricing of the 2048 Notes offering.</u> |
| 99.2               | <u>Press release, dated February 20, 2018, announcing the private exchange offer.</u>             |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**VULCAN MATERIALS COMPANY**

Date: February 20, 2018

By: /s/ Jerry F. Perkins Jr.

Name: Jerry F. Perkins Jr.

Title: General Counsel and Secretary