```
MCGREGOR DOUGLAS J
Form 4
April 30, 2003
      1. Name and Address of Reporting Person
         MCGREGOR, DOUGLAS J.
         6 Country Lane
         Pepper Pike, OH 44124
         US
      2. Issuer Name and Ticker or Trading Symbol
         Vulcan Materials Company (VMC)
      3. IRS or Social Security Number of Reporting Person (Voluntary)
      4. Statement for Month/Day/Year
         04/25/2003
      5. If Amendment, Date of Original (Month/Day/Year)
      6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
         (X) Director
                                       ( ) 10% Owner
         () Officer (give title below) () Other (specify below)
      7. Individual or Joint/Group Filing (Check Applicable Line)
         (X) Form filed by One Reporting Person
         ( ) Form filed by More than One Reporting Person
      TABLE I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned
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| + | +- | | -+ | | -+ | + | | | | + |
|----------------------|----|----------|----|----------|----|-----------|-------------|------------|-----|---------|
| 1. Title of Security | 2 | . Trans- | 27 | A.Execu- | 3. | Trans- 4. | . Securitie | s Acquired | (A) | 5. Amc |
| | | action | | action | | action | or Dispos | ed of (D) | | Securi |
| 1 | | Date | | Date | 1 | Code | | | | Benefi |
| | | | | | 1 | | | | | Owned |
| | | (Month/ | | (Month/ | 1 | | | | | Follow |
| | | Day/ | | Day/ | + | + | + | + | | +Report |
| | | Year) | | Year) | Co | de V Am | nount . | A/D Price | | Transa |
| + | +- | | -+ | | -+ | ++ | + | + | | + |

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

| + | + | + | + | + | + | + | | + | |
|-------------|----------|---------|-----|-------|-------------|------------|------------|---------|-----------|
| 1. | 2. | 3. | 3A. | 4. | 5. | 6. | | 17. | |
| I | | | | I | | I | | | |
| 1 | | | l | 1 | | 1 | | | |
| I | | | | 1 | | 1 | | | |
| | | | | l | | | | Title a | nd Amount |
| | | | | | | | | of Unde | 4 9 |
| | Conver- | | | | Number of | 1 | | Securit | ies |
| | sion or | | | | Derivative | | | + | + |
| | Exercise | | | | Securities | - | | | Amount |
| | | | | | Acquired(A) | | | | or |
| | | | | | Disposed(D) | | | | Number |
| | | | | | ++ | | | • | of |
| - | | | | | (A) (D) | | tion Date | Title | Shares |
| + | + | + | + | ++ | + | + | + | + | + |
| Phantom | \$0F1 | 04/25/2 | | AF2 | 47.65 | 04/29/2099 | 04/29/2099 | Common | 47.658 |
| Stock | ŶŨĹ Ĭ | 003 | | 111 2 | 8 | F3 | F3 | Stock | 17.000 |
| (Deferred | | 000 | | | 0 | 10 | 10 | becon | |
| Compensatio | | | | | | | | | |
| n) | | | | | | | | | |
| | | | | | | | | | |

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Explanation of Responses: