

Edgar Filing: DENSON WILLIAM F III - Form 5

DENSON WILLIAM F III
 Form 5
 February 13, 2003

1. Name and Address of Reporting Person
 DENSON III, WILLIAM F.
 1200 Urban Center Drive
 Birmingham, AL 35242
 USA
2. Issuer Name and Ticker or Trading Symbol
 Vulcan Materials Company
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year
 12/2002
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 SVP GEN CNSL&SE
7. Individual or Joint/Group Filing (Check Applicable Line)
 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

1. Title of Security	2. Trans- action Date (Month/ Day/ Year)	2A.Execu- tion Date (Month/ Day/ Year)	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D) Amount A/D Price	5. Am Securi Benefi Owned Follow Yea
Common Stock	12/05/2002		G	-960 D \$37.0400	18666
Common Stock					33178
Common Stock					438
Common Stock (Restricted Stock Units)					8075

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

1.	2.	3.	3A.	4.	5.	6.	7.
Title of Derivative Security	Deriv- ative Security	(Month/ Day/ Year)	(Month/ Day/ Year)	tion Code	Number of Derivative Securities Acquired(A) Disposed(D)	Date Exercisable and Expiration Date (Month/Day/Year)	Title and Amount of Underlying Securities Amount or Number of Shares
	Conver- sion or Exercise Price of	Trans- action Date	Execu- tion Date	Transac- tion	Number of Derivative Securities Acquired(A) Disposed(D)	Date Exercisable and Expiration Date (Month/Day/Year)	Amount or Number of Shares

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Stock	\$18.8533	05/17/2006	Common
Options (Right to buy)			Stock
Stock	\$21.3133	02/14/2007	Common
Options (Right to buy)			Stock
Stock	\$32.9467	02/12/2008	Common
Options (Right to buy)			Stock
Stock	\$42.3438	02/10/2010	Common
Options (Right to buy)			Stock
Stock	\$44.9	02/09/2011	Common
Options (Right to buy)			Stock
Stock	\$45.1667	02/11/2009	Common
Options (Right to buy)			Stock
Stock	\$45.95	02/07/2012	Common
Options (Right to buy)			Stock

Explanation of Responses:

SIGNATURE OF REPORTING PERSON
/s/ Amy M. Tucker

DATE
02/12/2003