### Edgar Filing: EAGLE MATERIALS INC - Form 4

EAGLE MAT Form 4	FERIALS INC	2										
August 08, 20	)14											
C									OMB A	PPROVAL		
FURIM	FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								3235-0287			
Check this if no longe subject to Section 16 Form 4 or Form 5 obligation	Filed p	EMENT Of pursuant to S 7(a) of the	Expires: Estimated a burden hou response	irs per								
may contin <i>See</i> Instruc 1(b).		30(h)	of the Inv	vestment (	Company	Act	of 19	40				
(Print or Type Ro	esponses)											
1. Name and Address of Reporting Person <u>*</u> ELLEN MARTIN M			2. Issuer Name <b>and</b> Ticker or Trading Symbol EAGLE MATERIALS INC [EXP]					5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					(Check all applicable)				
2900 MCKIN	(Month/Day/Year) 08/07/2014					X_ Director 10% Owner Officer (give title Other (specify below)						
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)					<ul><li>6. Individual or Joint/Group Filing(Check Applicable Line)</li><li>_X_ Form filed by One Reporting Person</li></ul>				
DALLAS, T	X 75201							Form filed by I Person	More than One Ro	eporting		
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	ecuri	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)		Transaction Date 2A. Deemed Month/Day/Year) Execution Date, if any (Month/Day/Year)			4. Securit onAcquired Disposed (Instr. 3,	(A) o of (D	)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
				Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Common Stock	08/07/2014			А	463 <u>(1)</u>	Α	\$0	742	D			
Common Stock								1,000	I	By Martin Robin Partners, L.P.		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numt of Share
Non-qualified Stock Option (Right to Buy)	\$ 91.95 (2)	08/07/2014		А	1,193	08/07/2014	08/07/2024	Common Stock	1,19

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>		Relationsh	ips	
	Director	10% Owner	Officer	Other
ELLEN MARTIN M 2900 MCKINNON, UNIT 1801 DALLAS, TX 75201	Х			
Signatures				
/s/ Scott M. Wilson as Attorney-i Ellen		08/08/2014		
<u>**</u> Signature of Reporting		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).

On August 7, 2014, the reporting person was granted 463 shares of restricted stock. The restrictions will lapse when the director's service (1) on the Board terminates because of the director's death or the director's retirement in accordance with the Company's director retirement policy or earlier with the consent of the Board.

(2) In accordance with the issuer's Amended and Restated Incentive Plan, this price represents the closing price per share of Common Stock on the grant date.

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.