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EAGLE MATERIALS INC

Form 4

August 08, 2016

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number: 3235-0287

Estimated average

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Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

response... 0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * STEWART RICHARD ROSS		2. Issuer Name and 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)				
(====)	(2.2.2.)	(Month/Day/Yea		ilis uc tion			_X_ Director	10%	6 Owner	
6428 BROM	08/04/2016					Officer (give title Other (specify below)				
	4. If Amendmen	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
		Filed(Month/Day/	/Year)				Applicable Line) _X_ Form filed by	One Reporting Po		
HOUSTON	, TX 77005						Person	wore than one re	cporting	
(City)	(State) (Zip)	Table I - N	on-De	rivative S	ecuri	ties Acc	quired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Month/Day/Year) 2.A. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year)		tion Date, if Tran Code	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A))	5. Amount of Securities Form: Direct Beneficially (D) or Owned Indirect (I) Following (Instr. 4) Reported Transaction(s)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
		Code	le V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	08/04/2016	A		576 <u>(1)</u>	A	\$ 0	3,550	D		
Common Stock							7,000	I	By Stewart Family Trust	
Reminder: Rep	ort on a separate line for each	class of securities b	benefic	ially owne	ed dire	ectly or	indirectly.			
,	•	Persons who respond to the collection of SE information contained in this form are not required to respond unless the form					SEC 1474 (9-02)			

number.

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities 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 Numb of Share
Non-qualified Stock Option (Right to Buy)	\$ 81.28 (2)	08/04/2016		A	1,800	08/04/2016	08/04/2026	Common Stock	1,80

Reporting Owners

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
STEWART RICHARD ROSS 6428 BROMPTON	X						
HOUSTON, TX 77005	Λ						

Signatures

/s/ Scott M. Wilson as Attorney-in-Fact for Richard Ross
Stewart

08/05/2016

**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).
- On August 4, 2016, the reporting person was granted 576 shares of restricted stock. The restriction will lapse when the director's service 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.

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