Edgar Filing: EAGLE MATERIALS INC - Form 4

EAGLE MATERIJIS INC Form 4 June 03, 2016 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box if no longer subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 16. Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, south of the Investment Company Act of 1935 or Section 30(h) of the Investment Company Act of 1935 or Section												
(Print or Type F	(esponses)											
NICOLAIC MICHAEL D			2. Issuer Symbol	r Name and Ticker or Trading				ng	5. Relationship of Reporting Person(s) to Issuer			
-				EAGLE MATERIALS INC [EXP]					(Check all applicable)			
				te of Earliest Transaction th/Day/Year)					X Director 10% Owner			
3811 TURTLE CREEK BLVD., 06/01/2 SUITE 250									Officer (give titleOther (specify below)			
				endment, Date Original					6. Individual or Joint/Group Filing(Check			
				nth/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
	DALLAS, 1X 75219 Person											
(City)		Zip)			-De			-	uired, Disposed of		-	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	. Transaction Date 2A. Deemed Month/Day/Year) Execution Date, if any (Month/Day/Year)			(A) or				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common	06/01/2016			M	V	Amount 1,964	(D) A	Price \$	14,397	D		
Stock	00,01,2010					1,201		37.95	11,007	D		
Common Stock	06/01/2016			М		8,149	А	\$ 27.72	22,546	D		
Common Stock	06/01/2016			н		3,774 D		\$ 79.59 (2)	18,772	D		
Restricted Common Stock Units									3,813.6858	D		
									1,550	Ι		

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Common Stock								By Profi Sharing Plan of Reportin Person's Employe	g		
Common Stock						3,500	Ι	By Reportin Person's IRA	g		
Common Stock						1,386	Ι	By Wife IRA	's		
Common Stock						555	I	By wife custodian for daughter	n		
Common Stock						555	Ι	By wife custodian for son (3	n		
Reminder: Ro	eport on a sepa	arate line for each clas	ss of securities benefi								
	Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.SEC 1474 (9-02)										
	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)		4. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						8. Do Se (In	
Non				Code V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Qualified Stock Optin (Right to Buy)	\$ 27.72	06/01/2016		М	8,149	(4)	08/06/2016	Common Stock	8,149		

Non Qualified Stock \$ 37.95 06/01/2016 M 1,964 (4) 07/27/2016 Common Optin (Right to Buy) Common 1,964 (4) 07/27/2016 Common 1,964

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
NICOLAIS MICHAEL R 3811 TURTLE CREEK BLVD., SUITE 250 DALLAS, TX 75219	Х						
Signatures							
/s/ Scott M Wilson as Attorney-in-Fact for M	ichael R						

/s/ Scott M. Wilson as Attorney-in-Fact for Michael R. Nicolais

**Signature of Reporting Person

06/03/2016 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).
- (1) 3,774 shares were withheld by Mr. Nicolais to pay for the exercise prices in connection with the exercise of the Non Qualified Stock Options shown in Table II. As a result of these transactions, Mr. Nicolais acquired an additional 6,339 shares of Common Stock.
- (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 exercise date.
- These shares are held by wife as custodian for the reporting person's children. The reporting person disclaims beneficial ownership of (3) these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for
- purposes of Section 16 of the Exchange Act or for any other purpose.
- (4) Shares vested immediately on the date the grant was awarded.

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.