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EAGLE MATERIALS INC

Form 4

November 04, 2016

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Issuer

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

Section 16.

subject to

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

2. Issuer Name and Ticker or Trading

ruction 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

Metcalf Keith W

1. Name and Address of Reporting Person *

Security (Instr. 3) (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 3) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 3) (Instr. 3) (Instr. 3) (Instr. 3) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 3) (Instr. 4) (Metcan Ke	Symbol				1	issuci					
Month/Day/Year SUITE 1100 Street SUITE 1100 Street SUITE 1100 Street Suite S				EAGLE MATERIALS INC [EXP]				EXP]	(Check all applicable)			
Street S	(Last)	(First)	(Middle)	3. Date of	of Earliest T	Transaction						
SUITE 1100 (Street) A. If Amendment, Date Original Filed(Month/Day/Year) DALLAS, TX 75219 (City) (State) (State) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) (Month/Day/Year) (Instr. 3) (Month/Day/Year) (Code V Amount (D) Table I - Non-Derivative Securities Acquired (Disposed of One Securities Ownership Following or Indirect (Instr. 4) (Instr. 4) (Instr. 3) Common Stock 11/02/2016 S 15,775 D 83.0054 3. 4. Securities Acquired (A) S. Amount of 6. 7. Nature of Code (Instr. 3, 4 and 5) Owned Direct (D) Ownership Following or Indirect (Instr. 4) (Instr. 4) (Instr. 3 and 4) Code V Amount (D) S 27.53 S 2,376 D Common Stock 11/02/2016 S 11/02/2016 S 15,775 D 83.0054 3. 4. Securities Acquired (A) S. Amount of 6. 7. Nature of Code (Instr. 3) Owned Direct (D) Ownership Following or Indirect (Instr. 4) (Instr. 3 and 4) Code V Amount (D) Fine Common Stock 11/02/2016 S 15,775 D 83.0054 3. 4. Securities Acquired (A) S. Amount of 6. 7. Nature of Code (Instr. 4) Owned Direct (D) Ownership Following or Indirect (Instr. 4) (Instr. 3 and 4) Code V Amount (D) Fine Common Stock 11/02/2016 S 15,775 D 83.0054 3. 4. Securities Acquired (A) S. Amount of 6. 7. Nature of Code (Instr. 4) Indirect S 15,775 D 83.0054 3. 4. Securities Acquired (A) S. Amount of 6. 7. Nature of Code (Instr. 4) Indirect				(Month/	Day/Year)							
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Persons who respond to the collection of information contained in this form are not required to respond unless the form

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displays a currently valid OMB control number.

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 Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	ŕ	Date Exercisable	Expiration Date	Title	Amour or Number of Shares
Non-Qualified Stock Option (Right to Buy)	\$ 27.53	11/02/2016		M	9,775	(2)	06/27/2021	Common Stock	9,77

Reporting Owners

Reporting Owner Name / Address	Keiauonsnips					
	Director	10% Owner	Officer	Other		

Metcalf Keith W 3811 TURTLE CREEK BLVD., SUITE 1100 DALLAS, TX 75219

President (American Gypsum)

Signatures

/s/ Scott M. Wilson as Attorney-in-Fact for Keith W. Metcalf

11/04/2016

**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).
- This price represents the weighted average purchase price for multiple transactions reported on this line. The prices of the transactions
- (1) reported on this line range from \$83.00 to \$83.08. Upon request by the SEC staff, the issuer or a security holder of the issuer, the reporting person will undertake to provide full information regarding the number of shares and prices at which transactions were effected.
- (2) Shares vested ratably on anniversaries of date of grant.

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.

Reporting Owners 2