

EAGLE MATERIALS INC  
Form 4  
March 07, 2014

# FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HIRSCH LAURENCE E

(Last) (First) (Middle)

3811 TURTLE CREEK  
BLVD., #250

(Street)

DALLAS, TX 75219

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
EAGLE MATERIALS INC [EXP]

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/06/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. 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 (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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) |   |                              |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |   |                              |
|                                 |                                      |  |                                | Code  | V   | Amount   |   |   |                              |
| Common Stock                    | 03/06/2014                           |  | S                              | 20,100  | D   | \$ 90.4908<br>(1)  | 1,193,021   | I | By Highlander Partners, L.P. |
| Common Stock                    | 03/07/2014                           |  | S                              | 39,900  | D   | \$ 90.6787<br>(2)  | 1,153,121   | I | By Highlander Partners, L.P. |
| Common Stock                    |                                      |  |                                |   |   |  | 13,700  | D |                              |
| Restricted                      |                                      |  |                                |   |   |  | 11,118.2477   | D |                              |

Common  
Stock  
Units

|                 |       |   |   |
|-----------------|-------|---|---|
| Common<br>Stock | 5,173 | I | By 2006<br>Hirsch<br>Family<br>Partnership<br>No. 1, Ltd. |
| Common<br>Stock | 5,173 | I | By 2006<br>Hirsch<br>Family<br>Partnership<br>No. 2, Ltd. |

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

**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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
|---|--|---|---|--------------------------------------|--|--|---|---|--|

Date  
Exercisable

Expiration  
Date

Title

Amount  
or  
Number  
of  
Shares

Code V (A) (D)

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| HIRSCH LAURENCE E<br>3811 TURTLE CREEK BLVD.<br>#250<br>DALLAS, TX 75219 | X             |           |         |       |

## Signatures

/s/ Scott M. Wilson as Attorney-in-Fact for Laurence E.  
Hirsch

03/07/2014

\_\_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).

The price represents the wighted average purchase price for multiple transactions reported on this line. The prices of the transactions  
(1) report on this line range from \$90.17 to \$90.935. 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.

The price represents the wighted average purchase price for multiple transactions reported on this line. The prices of the transactions  
(2) report on this line range from \$90.2326 to \$91.16. 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.

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.