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EAGLE MATERIALS INC

Form 4

August 08, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5

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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

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * BARNETT F WILLIAM | | | 2. Issuer Name and Ticker or Trading Symbol | | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
|---|--|--|--|---|---|--|---|--|--|--|---|
| | | | EAGLE MATERIALS INC [EXP] | | | | | (Check all applicable) | | | |
| (First) | (Mid | ldle) | 3. Date of Earliest Transaction | | | | (33333 333 347 3333) | | | | |
| 3800 MAPLEWOOD | | | (Month/Day/Year) 08/07/2014 | | | | X_ Director 10% Owner Officer (give title below) Other (specify below) | | | | |
| (Street) | | | 4. If Amendment, Date Original | | | | | | 6. Individual or Joint/Group Filing(Check | | |
| File | | | | Filed(Month/Day/Year) | | | | | Applicable Line) _X_ Form filed by One Reporting Person | | |
| X 75205 | | | | | | | | | Form filed by Person | More than One Ro | eporting |
| (State) | (Zi | ip) | Table | I - Non-D |)er | rivative S | ecurit | ies Acq | uired, Disposed o | of, or Beneficia | lly Owned |
| | | | | 3. | | | | | 5. Amount of | 6. Ownership | 7. Nature of |
| | | | on Date, if | * * * * | | | | | | Indirect Beneficial | |
| | | - | /Day/Year) | | | • | | | Owned | Indirect (I) | Ownership |
| | | | | | | | | | Following Reported | (Instr. 4) | (Instr. 4) |
| | | | | | | | (A) | | Transaction(s) | | |
| | | | | Code V | I | Amount | (D) | Price | (Instr. 3 and 4) | | |
| 08/07/2014 | | | | A | | 1,469 (1) | A | \$0 | 5,527 | D | |
| | | | | | | | | | 8,588.5921 | D | |
| | WILLIAM (First) EWOOD (Street) Z 75205 (State) 2. Transaction (Month/Day/Y | WILLIAM (First) (Mickey) (SWOOD (Street) (A 75205 (State) (Z. Transaction Date (Month/Day/Year) | WILLIAM (First) (Middle) EWOOD (Street) Z 75205 (State) (Zip) 2. Transaction Date (Month/Day/Year) Execution any (Month) | WILLIAM Symbol EAGLE (First) (Middle) 3. Date of 1 (Month/Da) (WOOD 08/07/20 (Street) 4. If Amen Filed(Mont) (X 75205 (State) (Zip) Table 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year) | WILLIAM Symbol EAGLE MATER (First) (Middle) 3. Date of Earliest Tr (Month/Day/Year) 08/07/2014 (Street) 4. If Amendment, Da Filed(Month/Day/Year) (State) (Zip) Table I - Non-E 2. Transaction Date 2A. Deemed 3. (Month/Day/Year) Execution Date, if Transact any Code (Month/Day/Year) (Instr. 8) | WILLIAM Symbol EAGLE MATERIA (First) (Middle) 3. Date of Earliest Tran (Month/Day/Year) 08/07/2014 (Street) 4. If Amendment, Date Filed(Month/Day/Year) 7.75205 (State) (Zip) Table I - Non-Der 2. Transaction Date 2A. Deemed 3. (Month/Day/Year) Execution Date, if Transaction any Code (Month/Day/Year) (Instr. 8) | WILLIAM Symbol EAGLE MATERIALS INC (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 08/07/2014 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) (Zip) Table I - Non-Derivative So 2. Transaction Date 2A. Deemed 3. 4. Securit (Month/Day/Year) Execution Date, if TransactionAcquired any Code Disposed (Month/Day/Year) (Instr. 8) (Instr. 3, 4) Code V Amount 1,469 | WILLIAM Symbol EAGLE MATERIALS INC [EXIDENT PRODUCTION OF CODE | WILLIAM Symbol EAGLE MATERIALS INC [EXP] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired (Month/Day/Year) (Month/Day/Year) Execution Date, if TransactionAcquired (A) or any Code Disposed of (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price 1,469 A \$ 0 | WILLIAM Symbol EAGLE MATERIALS INC [EXP] (Che (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) | WILLIAM Symbol EAGLE MATERIALS INC [EXP] (Check all applicable |

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. Transactic Code (Instr. 8) | Fransaction Derivative Expiration Code Securities (Month/Da | | e | 7. Title and A Underlying S (Instr. 3 and | Securiti |
|---|---|---|---|--|---|---------------------|--------------------|---|-----------------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amou or Numb of Share |
| Non-qualified Stock Option (Right to Buy) | \$ 91.95 (2) | 08/07/2014 | | A | 1,263 | 08/07/2014 | 08/07/2024 | Common Stock | 1,26 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|---------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| BARNETT F WILLIAM 3800 MAPLEWOOD DALLAS, TX 75205 | X | | | | | | |

Signatures

/s/ Scott M. Wilson as Attorney-in-Fact for F. William
Barnett
08/08/2014

**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).
- On August 7, 2014, the reporting person was granted 1,469 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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