FORM 4

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

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number: 3235-028									
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hours ner resnonse.	0.5								

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Haack Michael</u>						2. Issuer Name and Ticker or Trading Symbol EAGLE MATERIALS INC [ EXP ]									Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director     10% Owner				
(Last) 5960 BE	`	irst) LN, STE 900		3. Date of Earliest Transaction (Month/Day/Year) 05/24/2023									below)	fficer (give title elow) President		Other (s below)	specify		
(Street) DALLA			75225				ndme	ent, Dat	e of Oriç	ginal F	Filed (Month/D	6. In Line	) K Form f	iled by One	Filing (Check Ape Reporting Personer than One Reporting Personer than One Reporting Personer than One Reporting Personer than One Reporting Personer Persone		on		
(City)	(S	state)	(Zip)		Rı	Rule 10b5-1(c) Transaction Indication  Check this box to indicate that a transaction was made pursuant to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Institute Check Proceedings of the Check Procedure of the										tion or writter	n plan	that is intend	ded to
		Tab	le I -	Non-Deri	vative	Se	curit	ies A	cquir	ed, C	Disposed (	of, or E	3enefi	ciall	y Owned	t			
Date		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 an		d 5)		ies cially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership				
									Code	v	Amount	(A) or (D)	Price		Reporte Transa (Instr. 3	ction(s)			(Instr. 4)
Common Stock				05/24/2023				M <sup>(1)</sup>		8,162	A	\$10	0.88	11	7,391		D		
Common Stock			05/24/20	)23				M <sup>(1)</sup>		19,868	A	\$9	1.58	13	7,259		D		
Common Stock			05/24/20	)23				S <sup>(1)</sup>		6,805	D	\$164.	8531	(2) 13	30,454		D		
Common Stock			05/24/2023					S <sup>(1)</sup>		1,357	D	\$165.	165.2599 <sup>(3)</sup>		129,097		D		
Common	Common Stock		05/24/2023					S <sup>(1)</sup>		19,868	D	\$165.5162 <sup>(4)</sup>		109,229		D			
		7	able								sposed of				Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Exec if any	Deemed ution Date,	4. Transaction Code (Instr 8)		5. Number of		6. Date Exer Expiration I (Month/Day/		ercisable and Date	7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	ly	10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownership (Instr. 4)
					Code	ode V		(D)	Date Exerc	cisable	Expiration e Date	Title	Amo or Nun of Sha	- 1					
Non- Qualified Stock Option (Right to Buy)	\$100.88	05/24/2023			М			8,162	! (	5)	05/18/2027	Commo		162	\$0.00	0		D	
Non- Qualified Stock Option (Right to	\$91.58	05/24/2023			М			19,86	В	(6)	05/16/2029	Commo		868	\$0.00	6,622		D	

## **Explanation of Responses:**

- $1. This transaction was effected pursuant to a Rule\ 10b5-1\ trading\ plan\ adopted\ by\ the\ reporting\ person\ on\ February\ 17,\ 2023.$
- 2. This price represents the weighted average purchase price for multiple transactions reported on this line. The prices of the transactions reported on this line range from \$164.14 to \$165.10. 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.
- 3. This price represents the weighted average purchase price for multiple transactions reported on this line. The prices of the transactions reported on this line range from \$165.15 to \$165.43. 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.
- 4. This price represents the weighted average purchase price for multiple transactions reported on this line. The prices of the transactions reported on this line range from \$165.00 to \$166.00. 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.
- 5. Once earned, shares vest ratably upon certification of performance and over the next three fiscal year-ends (March 31).
- 6. Shares vest ratably over the four fiscal year-ends (March 31) following the grant date.

## Remarks:

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

05/26/2023

\*\* Signature of Reporting Person

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.