

**Eagle Materials Inc.**  
**Annual Meeting of Stockholders**

**August 5, 2020**

8:00 a.m., Central Time

Via live webcast at [www.virtualshareholdermeeting.com/EXP2020](http://www.virtualshareholdermeeting.com/EXP2020)

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**RULES OF CONDUCT**

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Welcome to the Eagle Materials Inc. 2020 Annual Meeting of Stockholders (the “Annual Meeting”). Due to the continuing public health impact of the coronavirus (COVID-19) pandemic and to prioritize the health and well-being of our stockholders, employees and their families, the Annual Meeting will be held in a virtual meeting format only. You will not be able to attend the Annual Meeting in person. In fairness to all stockholders in attendance and in the interest of an orderly meeting, we require that you honor the following rules of conduct:

1. The Chairman has authority to preside over the meeting in accordance with Delaware law and the Company’s bylaws, and to make all determinations with respect to the conduct of the meeting, including the administration and interpretation of these rules.
2. The 2020 Annual Meeting of Stockholders will be held on Wednesday, August 5, 2020, at 8:00 a.m., Central Time, at [www.virtualshareholdermeeting.com/EXP2020](http://www.virtualshareholdermeeting.com/EXP2020). Online check-in will begin at 7:45 a.m., Central Time, and you should allow ample time to complete the online check-in procedures. Technical support will be available on the virtual meeting platform at [www.virtualshareholdermeeting.com/EXP2020](http://www.virtualshareholdermeeting.com/EXP2020) through the conclusion of the Annual Meeting.
3. The redistribution of the meeting broadcast and related materials, the capturing of any images or other recording or modification of the content of this webcast is prohibited without the written permission of a duly authorized officer of Eagle Materials. Beginning 24 hours after the end of the meeting, [www.virtualshareholdermeeting.com](http://www.virtualshareholdermeeting.com) will provide a playback of the meeting, available for one year.
4. The meeting will follow the Agenda made available to all stockholders on the screen at [www.virtualshareholdermeeting.com/EXP2020](http://www.virtualshareholdermeeting.com/EXP2020).
5. Only stockholders of record as of the close of business on June 8, 2020 or their proxyholders may vote and submit questions to be addressed at the meeting.

6. If you have already voted, or submitted your proxy during the meeting, your shares will be voted accordingly. If you wish to change your earlier vote or proxy instructions, or have not submitted a proxy, you can vote by entering your voting control number via the online portal at [www.virtualshareholdermeeting.com/EXP2020](http://www.virtualshareholdermeeting.com/EXP2020) until the polls are closed.
7. If you have a question that you wish to have addressed at the meeting, you must submit it online in advance at [www.proxyvote.com](http://www.proxyvote.com). Questions may be submitted until 5:00 p.m., Central Time, on Friday, July 31, 2020. Each stockholder is limited to no more than one question, up to 4,000 characters. Questions relevant to matters pertaining to the business of the meeting will be answered during the meeting, as time allows.
8. Stockholder questions are welcome, but conducting the business set out in the Agenda for the benefit of all stockholders will be paramount. The Company does not intend to address any questions that are, among other things:
  - irrelevant to the business of the Company or to the business of the Annual Meeting;
  - related to material non-public information of the Company;
  - related to personal grievances;
  - derogatory references to individuals or that are otherwise in bad taste;
  - repetitious statements already made by another stockholder;
  - related to pending or threatened litigation;
  - in furtherance of the stockholder's personal or business interests; or
  - out of order or not otherwise suitable for the conduct of the Annual Meeting as determined by the Chairman in his judgment.

Additionally, the Chairman will not raise for consideration any proposals or nominations by stockholders that were not previously submitted in accordance with the Company's advance notice bylaw provision.

9. It is the responsibility of each stockholder to comply with the rules of conduct for the meeting. The violation of any of these rules will be considered cause for expulsion from the virtual meeting.

Thank you for your cooperation.