FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
obligations may continue. See	
Instruction 1(b).	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPRO	DVAL							
OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							
	OMB Number: Estimated average burd							

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* ESSL GERALD J					2. Issuer Name and Ticker or Trading Symbol EAGLE MATERIALS INC [EXP]									k all app Dired	olicable) ctor	10% (Owner
(Last) (First) (Middle) 3811 TURTLE CREEK BLVD. STE #1100			05/	3. Date of Earliest Transaction (Month/Day/Year) 05/20/2017										w) Executive V	below Vice President	Other (specify below) President	
				_ 4. If	4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check A Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person											son	
	Tabl	e I - No	on-Deriv	<i>r</i> ative	Sec	uritie	s Ac	quired	l, Di	sposed o	f, or E	Benefi	cially	Owne	ed		
Di niis si sessiniy (iiisii s)			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)						and 5) Secu Bene Own		ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
								Code	v	Amount	(A) (D)	Pric	•	Trans	action(s)		(1113411 4)
Common Stock			05/20/2017					F		555	D	\$99	.48(1)	39	9,859 ⁽²⁾	D	
Common Stock													7,000		I	By trust	
	Та	ble II -												wned			
Title of rivative Conversion or Exercise str. 3) 2.			nsaction le (Instr. Securities Acquired (A) or Disposed of (D)		ative rities ired osed	Expirat	ion Da	ite	Amour		Der Sec (Ins	rivative curity str. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	(Fin RTLE CRE. 000 S TX (St. Stock Stock Stock Conversion or Exercise Price of Derivative	(First) (CRTLE CREEK BLVD. 000 S TX 7 (State) (Conversion or Exercise Price of Derivative Stock (Month/Day/Year)	(First) (Middle) RTLE CREEK BLVD. (State) (Zip) Table I - Note that the second of th	(First) (Middle) RTLE CREEK BLVD. (State) (Zip) Table I - Non-Deriv Security (Instr. 3) 2. Transa Date (Month/D Stock Table II - Derivar (e.g., p Conversion or Exercise Price of Derivative (Month/Day/Year) 2. (Month/Day/Year)	(First) (Middle) RTLE CREEK BLVD. (State) (Zip) Table I - Non-Derivative Security (Instr. 3) Stock Table II - Derivative Security (Month/Day/Year) Stock Table II - Derivative Security (e.g., puts, concerning to some price of Derivative (Month/Day/Year) 2. Table II - Derivative Security (e.g., puts, concerning to some price of Date (Month/Day/Year) A. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(First) (Middle) RTLE CREEK BLVD. (State) (Zip) Table I - Non-Derivative Security (Instr. 3) Stock Table II - Derivative Security (Instr. 3) Table II - Derivative Security (Instr. 3) Stock Table II - Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock Table II - Derivative Security (Instr. 3) 2. Transaction (Month/Day/Year) Stock Table II - Derivative Security (Instr. 3) 3. Transaction (Instr. 3) 2. Transaction (Instr. 3) 3. Transaction (Instr. 3) 4. Transaction (Instr. 3) 4. Transaction (Instr. 3) 3. Transaction (Instr. 3) 4. Transaction (Instr. 3) 4. Transaction (Instr. 3)	(First) (Middle) (First) (Middle) (First) (Middle) (State) (Zip) (State) (Zip) Table I - Non-Derivative Securities (Month/Day/Year) Stock Table II - Derivative Securities (e.g., puts, calls, warrance) (e.g., puts, calls, warrance) (Month/Day/Year) (Month/Day/Year)	Conversion of Exercise Price of Derivative Security (Month/Day/Year) Stock Stock	Code Code	Carrier Carr	Code Code	EAGLE MATERIALS INC EXP	Conversion Con	Check Cape Conversion or Exercise Conversion Code Code	EAGLE MATERIALS INC EXP Check all appropriate SERALD J	EAGLE MATERIALS INC EXP Check all applicable Director Check all applicable Director Check all applicable Director X Officer (give title below)	EAGLE MATERIALS INC EXP Check all applicable) Director 10% of Other below Stock Capp Conversion of Executive Vice President Conversion of Executive Vice Conversion of Vice Vice Vice Co

Explanation of Responses:

1. In accordance with the issuer's Amended and Restated Incentive Plan, this price represents the closing price per share of Common Stock on the previous trading day.

Remarks:

/s/ Scott M. Wilson as

Attorney-in-Fact for Gerald J. 05/23/2017

Essl

** Signature of Reporting Person Date

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.

^{2. 555} shares were withheld by the issuer to satisfy income tax withholding requirements related to the lapsing of restrictions on 1,322 shares of restricted stock awarded to the reporting person on May 20, 2016 (Form 4 filed on 5/24/2016). Because the reporting person's restricted holdings have been included in the direct ownership Common Stock disclosed by the reporting person's direct ownership of Common Stock has been reduced by 555 shares to reflect this tax withholding.