# SECURITIES & EXCHANGE COMMISSION Washington, D.C. 20549

### SCHEDULE 13G/A\*

Under the Securities Exchange Act of 1934

		()	Amendment No.1	)*
		Eag	gle Materials	Inc.
			(Name of Issue	
			-	\$0.01 per share
			of Class of Se	
			26969P108	
			CUSIP Number	)
		(	October 22, 20	07
	(Date	of Event Which	n Requires Fil	ing of this Statement)
Check th this Schedule [ ] Rule [X] Rule [ ] Rule	13G/A 13d-1 13d-1	is filed: (b) (c)	o designate th	e rule pursuant to which
		(Page	1 of 18 Pages	)
person's init securities, a	ial fi nd for	ling on this any subseque	form with resp	e filled out for a reporting ect to the subject class of ontaining information which would r page.
deemed to be of 1934 ("Act	"filed ") or	" for purpose otherwise sub	s of Section 1 ject to the li	of this cover page shall not be 8 of the Securities Exchange Act abilities of that section of the ns of the Act (however, see the
CUSIP No. 269	69P108		13G/A	Page 2 of 18 Pages
I	.R.S.	F REPORTING PI IDENTIFICATION E PERSONS (EN	N NO. FITIES ONLY)	ne Spruce, L.P.
(2) 0	HECK T	HE APPROPRIATI		BER OF A GROUP ** (a) [X] (b) [ ]
(3) S	EC USE	ONLY		
(4) 0	ITIZEN:	SHIP OR PLACE Delav	OF ORGANIZATI ware	ON
NUMBER OF	(5)	SOLE VOTING I		
SHARES				-0-
BENEFICIALLY	(6)	SHARED VOTING	G POWER	
OWNED BY				62,224
	(7)	SOLE DISPOSI	TIVE POWER	

-0-

.....

REPORTING

PERSON WITH	(8) SHARED DISPOSITIVE POWER	62,224	
(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	62,224	
(10)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES **		[ ]
(11)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)	0.1%	
(12)	TYPE OF REPORTING PERSON **	PN	
	** SEE INSTRUCTIONS BEFORE FIL	LING OUT!	

CUSIP No. 20	5969P108	13G/A	Page 3 of 1	8 Pages
(1)	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES			
(2)	CHECK THE APPROPRIATE BOX		P ** (	a) [X] b) []
(3)	SEC USE ONLY			
(4)	CITIZENSHIP OR PLACE OF O Delaware	RGANIZATION		
NUMBER OF SHARES	(5) SOLE VOTING POWER		- 0 - - 0 -	
BENEFICIALLY OWNED BY	Y (6) SHARED VOTING POW		6,540 	
EACH REPORTING	(7) SOLE DISPOSITIVE	POWER	-0-	
	(8) SHARED DISPOSITIV		6,540	
(9)	AGGREGATE AMOUNT BENEFICIA BY EACH REPORTING PERSON		6,540	
(10)	CHECK BOX IF THE AGGREGATION ROW (9) EXCLUDES CERTA	E AMOUNT IN SHARES **		[ ]
(11)	PERCENT OF CLASS REPRESEN BY AMOUNT IN ROW (9)	TED	0.3%	
(12)	TYPE OF REPORTING PERSON	**	PN	
	** SEE INSTRUCTION	ONS BEFORE FILLING OUT	!	

CUSIP NO. 2	6969P108	13G/A	Page 4 of 18 Pa	ges
(1)	NAMES OF REPORTING I.R.S. IDENTIFICAT OF ABOVE PERSONS (	ION NO. ENTITIES ONLY) Lone Se	quoia, L.P.	
		ATE BOX IF A MEMBER O		
(-)			(a) (b)	
(3)	SEC USE ONLY			
	CITIZENSHIP OR PLA	CE OF ORGANIZATION laware		
	(5) SOLE VOTIN			
SHARES			-0- 	
BENEFICIALL	Y (6) SHARED VOT	ING POWER		
OWNED BY			114,075 	
EACH	(7) SOLE DISPO	SITIVE POWER	- 0 -	
REPORTING				
PERSON WITH	(8) SHARED DIS	POSITIVE POWER	114,075	
(9)	AGGREGATE AMOUNT B			
	BY EACH REPORTING	PERSON	114,075	
, ,		S CERTAIN SHARES **		[ ]
(11)	PERCENT OF CLASS R	EPRESENTED		
	BY AMOUNT IN ROW (	-	0.3%	
		PERSON **		

	6969P108	13G/A	Page 5 of	18 Pages
(1)	NAMES OF REPORTIN I.R.S. IDENTIFICA OF ABOVE PERSONS	TION NO. (ENTITIES ONLY)	scade, L.P.	
(2)		IATE BOX IF A MEMBER C		(a) [X] (b) [ ]
(3)	SEC USE ONLY			
. ,	CITIZENSHIP OR PL	ACE OF ORGANIZATION elaware		
	(5) SOLE VOTI		-0-	
	Y (6) SHARED VO	TING POWER	1,543,492	
EACH	( )	OSITIVE POWER	-0-	
REPORTING PERSON WITH	(8) SHARED DI	SPOSITIVE POWER	1,543,492	
(9)	AGGREGATE AMOUNT BY EACH REPORTING	PERSON	1,543,492	
, ,		AGGREGATE AMOUNT ES CERTAIN SHARES **		[ ]
(11)	PERCENT OF CLASS BY AMOUNT IN ROW	(9)	3.5%	
		PERSON **		

	6969P108	13G/A	Page 6 of 1	B Pages
(1)	NAMES OF REPORTIN I.R.S. IDENTIFICA OF ABOVE PERSONS	TION NO. (ENTITIES ONLY)	erra, L.P.	
(2)		IATE BOX IF A MEMBER C	()	a) [X] b) []
(3)	SEC USE ONLY			
	D	ACE OF ORGANIZATION elaware		
	(5) SOLE VOTI		-0-	
	Y (6) SHARED VO	TING POWER	129,858	
EACH	(7) SOLE DISP		-0-	
REPORTING PERSON WITH	(8) SHARED DI	SPOSITIVE POWER	129,858	
(9)	AGGREGATE AMOUNT BY EACH REPORTING	BENEFICIALLY OWNED PERSON	129,858	
(10)		ES CERTAIN SHARES **		[ ]
(11)	PERCENT OF CLASS BY AMOUNT IN ROW	(9)	0.3%	
		PERSON **		

CUSIP No. 2		13G/A	Page 7 of	18 Pages
(1)	NAMES OF REPORTIN I.R.S. IDENTIFICA PERSONS (ENTITIES	TION NO. OF ABOVE		
		Lone Pi	ne Associates LLC	
(2)		IATE BOX IF A MEMBER (	F A GROUP **	
				(a) [X] (b) [ ]
(3)	SEC USE ONLY			
	CITIZENSHIP OR PL	ACE OF ORGANIZATION elaware		
	(5) SOLE VOTI			
SHARES			-0- 	
BENEFICIALL	Y (6) SHARED VO	TING POWER		
OWNED BY	, ,		312,839	
EACH	(7) SOLE DISP		- 0 -	
REPORTING				
PERSON WITH	H (8) SHARED DI	SPOSITIVE POWER	312,839	
 (9)	AGGREGATE AMOUNT		·	
(-)	BY EACH REPORTING		312,839	
			312,039	
(10)		ES CERTAIN SHARES **		[ ]
(11)	PERCENT OF CLASS			
	BY AMOUNT IN ROW		0.7%	
(12)	TYPE OF REPORTING	 PERSON **		
•			00	

CUSIP No. 2		13G/A	Page 8 o	f 18 Pages
, ,	NAMES OF REPORTING I.R.S. IDENTIFICATION OF ABOVE PERSONS	ATION NO. (ENTITIES ONLY)		
		Lone F	Pine Members LLC	
		RIATE BOX IF A MEMBER		
				(a) [X] (b) [ ]
(3)	SEC USE ONLY			
	CITIZENSHIP OR PL	ACE OF ORGANIZATION Delaware		
	(5) SOLE VOTI			
SHARES			- <u>0</u> -	
	Y (6) SHARED VO	OTTNC DOWED		
	, ,		1,673,350	
OWNED BY				
EACH	(7) SOLE DISF	POSITIVE POWER	- 0 -	
REPORTING				
PERSON WITH	I (8) SHARED DI	ISPOSITIVE POWER		
			1,673,350	
(9)		BENEFICIALLY OWNED		
	BY EACH REPORTING	3 PERSUN	1,673,350	
(10)		AGGREGATE AMOUNT		г 1
		DES CERTAIN SHARES **		[]
(11)	PERCENT OF CLASS BY AMOUNT IN ROW			
			3.8%	
(12)	TYPE OF REPORTING			
			00	

CUSIP No. 2	6969P108	13G/A	Page 9 of 18 Page	S
(1)	I.R.S. IDENTIFICATION OF ABOVE PERSONS	ATION NO. (ENTITIES ONLY) Lone Pi	ne Capital LLC	
		 RIATE BOX IF A MEMBER O		
( )			(a) [X (b) [	_
(3)	SEC USE ONLY			
	CITIZENSHIP OR P	LACE OF ORGANIZATION Delaware		
	(5) SOLE VOT			
SHARES			-0-	
BENEFICIALL	Y (6) SHARED V	OTING POWER		
OWNED BY			2,604,370	
EACH	(7) SOLE DIS	POSITIVE POWER	- O -	
REPORTING				
PERSON WITH	(8) SHARED D	ISPOSITIVE POWER	2,604,370	
(9)		BENEFICIALLY OWNED		
	BY EACH REPORTING	G PERSON	2,604,370	
` ,	IN ROW (9) EXCLU	AGGREGATE AMOUNT DES CERTAIN SHARES **		]
(11)	PERCENT OF CLASS			
	BY AMOUNT IN ROW		5.9%	
(12)	TYPE OF REPORTING	G PERSON **		
			IA	

CUSIP No. 2	6969P108	13G/A	Page 10 of 18 Pages
(1)	I.R.S. IDENTIF	ICATION NO. NS (ENTITIES ONLY) Stepher	F. Mandel, Jr.
		OPRIATE BOX IF A MEMBER O	
(2)	oneon the min		(a) [X] (b) [ ]
(3)	SEC USE ONLY		
	CITIZENSHIP OR	PLACE OF ORGANIZATION United States	
	(5) SOLE V		
SHARES			-0-
BENEFICIALL'	Y (6) SHARED	VOTING POWER	
OWNED BY			4,590,559
EACH	(7) SOLE D	ISPOSITIVE POWER	-0-
REPORTING			
PERSON WITH	(8) SHARED	DISPOSITIVE POWER	4,590,559
(9)		NT BENEFICIALLY OWNED	
	BY EACH REPORT	ING PERSON	4,590,559
, ,	IN ROW (9) EXC	HE AGGREGATE AMOUNT LUDES CERTAIN SHARES **	[ ]
(11)	PERCENT OF CLAS		
	BY AMOUNT IN R		10.4%
(12)	TYPE OF REPORT	ING PERSON **	
			IN

#### Item 1(a). Name of Issuer:

The name of the issuer is Eagle Materials Inc. (the "Company").

Item 1(b). Address of Issuer's Principal Executive Offices:

The Company's principal executive offices are located at 3811 Turtle Creek Blvd., Suite 1100, Dallas, Texas 75219.

#### Item 2(a). Name of Person Filing:

This statement is filed by:

- (i) Lone Spruce, L.P., a Delaware limited partnership ("Lone Spruce"), with respect to the Common Stock (defined in Item 2(d) below) directly owned by it;
- (ii) Lone Balsam, L.P., a Delaware limited partnership ("Lone Balsam"), with respect to the Common Stock directly owned by it;
- (iii) Lone Sequoia, L.P., a Delaware limited partnership ("Lone Sequoia"), with respect to the Common Stock directly owned by it;
- (iv) Lone Cascade, L.P., a Delaware limited partnership ("Lone Cascade"), with respect to the Common Stock directly owned by it;
  - (v) Lone Sierra, L.P., a Delaware limited partnership ("Lone Sierra"), with respect to the Common Stock directly owned by it;
- (vi) Lone Pine Associates LLC, a Delaware limited liability company ("Lone Pine"), with respect to the Common Stock directly owned by Lone Spruce, Lone Balsam and Lone Sequoia;
- (vii) Lone Pine Members LLC, a Delaware limited liability company ("Lone Pine Members"), with respect to the Common Stock directly owned by Lone Cascade and Lone Sierra;
- (viii) Lone Pine Capital LLC, a Delaware limited liability company ("Lone Pine Capital"), which serves as investment manager to Lone Cypress, Ltd. ("Lone Cypress") Lone Kauri, Ltd. ("Lone Kauri"), and Lone Monterey, Ltd. ("Lone Monterey"), each a Cayman Islands exempted company, with respect to the Common Stock directly owned by each of Lone Cypress, Lone Kauri and Lone Monterey;
  - (ix) Stephen F. Mandel, Jr. ("Mr. Mandel"), with respect to the Common Stock directly owned by each of Lone Spruce, Lone Balsam, Lone Sequoia, Lone Cascade, Lone Sierra, Lone Cypress and Lone Kauri.

The foregoing persons are hereinafter sometimes collectively referred to as the "Reporting Persons". Any

disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party.

Item 2(b). Address of Principal Business Office or, if None, Residence:

The address of the business office of each of the Reporting Persons is Two Greenwich Plaza, Greenwich, Connecticut 06830.

Item 2(c). Citizenship:

Lone Spruce, Lone Balsam, Lone Sequoia, Lone Cascade and Lone Sierra are limited partnerships organized under the laws of the State of Delaware. Lone Pine, Lone Pine Members and Lone Pine Capital are limited liability companies organized under the laws of the State of Delaware. Mr. Mandel is a United States citizen.

Item 2(d). Title of Class of Securities:

Common Stock, par value US\$0.01 per share (the "Common Stock")

Item 2(e). CUSIP Number:

26969P108

Item	3.	Ιf	this	sta	tement	is	filed	pursuant	to	Rules	13d-1(b)	or	13d-2(b)	or
(c),	che	eck	wheth	ner	the pe	ersoi	n filir	ng is a:						

- (a) [ ] Broker or dealer registered under Section 15 of the Act,
- (b) [ ] Bank as defined in Section 3(a)(6) of the Act,
- (c) [ ] Insurance Company as defined in Section 3(a)(19) of the Act,
- (d) [ ] Investment Company registered under Section 8 of the Investment Company Act of 1940,
- (e) [ ] Investment Adviser in accordance with Rule 13d-1(b)(1)(ii)(E),
- (f) [ ] Employee Benefit Plan or Endowment Fund in accordance with Rule 13d-1(b)(1)(ii)(F),
- (g) [ ] Parent Holding Company or control person in accordance with Rule 13d-1(b)(1)(ii)(G),
- (h) [ ] Savings Association as defined in Section 3(b) of the Federal Deposit Insurance Act,
- (i) [ ] Church Plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940,
- (j) [ ] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c), check the box. [X]

#### Item 4. Ownership.

- A. Lone Spruce, L.P.
  - (a) Amount beneficially owned: 62,224
- (b) Percent of class: 0.1% The percentages used herein and in the rest of Item 4 are calculated based upon the 44,351,625 shares of Common Stock issued and outstanding as of September 30, 2007 as reported on the Company's Form 8-K filed on October 22, 2007
  - (c)(i) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 62,224
    - (iii) Sole power to dispose or direct the disposition: -0-
    - (iv) Shared power to dispose or direct the disposition: 62,224

- B. Lone Balsam, L.P.
  - (a) Amount beneficially owned: 136,540
  - (b) Percent of class: 0.3%
  - (c)(i) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 136,540
    - (iii) Sole power to dispose or direct the disposition: -0-
    - (iv) Shared power to dispose or direct the disposition: 136,540
- C. Lone Sequoia, L.P.
  - (a) Amount beneficially owned: 114,075
  - (b) Percent of class: 0.3%
  - (c)(i) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 114,075
    - (iii) Sole power to dispose or direct the disposition: -0-
    - (iv) Shared power to dispose or direct the disposition: 114,075
- D. Lone Cascade, L.P.
  - (a) Amount beneficially owned: 1,543,492
  - (b) Percent of class: 3.5%
  - (c)(i) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 1,543,492
    - (iii) Sole power to dispose or direct the disposition: -0-
    - (iv) Shared power to dispose or direct the disposition: 1,543,492
- E. Lone Sierra, L.P.
  - (a) Amount beneficially owned: 129,858
  - (b) Percent of class: 0.3%
  - (c)(i) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 129,858
    - (iii) Sole power to dispose or direct the disposition: -0-
    - (iv) Shared power to dispose or direct the disposition: 129,858
- F. Lone Pine Associates LLC
  - (a) Amount beneficially owned: 312,839
  - (b) Percent of class: 0.7%
  - (c)(i) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 312,839
    - (iii) Sole power to dispose or direct the disposition: -0-
    - (iv) Shared power to dispose or direct the disposition: 312,839

- G. Lone Pine Members LLC
  - (a) Amount beneficially owned: 1,673,350
  - (b) Percent of class: 3.8%
  - (c)(i) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 1,673,350
  - (iii) Sole power to dispose or direct the disposition: -0-
  - (iv) Shared power to dispose or direct the disposition: 1,673,350
- H. Lone Pine Capital LLC
  - (a) Amount beneficially owned: 2,604,370
  - (b) Percent of class: 5.9%
  - (c)(i) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 2,604,370
    - (iii) Sole power to dispose or direct the disposition: -0-
    - (iv) Shared power to dispose or direct the disposition: 2,604,370
- I. Stephen F. Mandel, Jr.
  - (a) Amount beneficially owned: 4,590,559
  - (b) Percent of class: 10.4%
  - (c)(i) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 4,590,559
    - (iii) Sole power to dispose or direct the disposition: -0-
    - (iv) Shared power to dispose or direct the disposition: 4,590,559
- Item 5. Ownership of Five Percent or Less of a Class.

Not applicable

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Lone Pine, the general partner of Lone Spruce, Lone Sequoia and Lone Balsam, has the power to direct the affairs of Lone Spruce, Lone Sequoia and Lone Balsam, including decisions respecting the disposition of the proceeds from the sale of shares. Lone Pine Members, the general partner of Lone Cascade and Lone Sierra, has the power to direct the affairs of Lone Cascade and Lone Sierra, including decisions respecting the disposition of the proceeds from the sale of shares. Lone Pine Capital, the investment manager of Lone Cypress, Lone Kauri and Lone Monterey Master Fund, has the power to direct the receipt of dividends from or the proceeds of the sale of shares held by Lone Cypress, Lone Kauri and Lone Monterey Master Fund. Mr. Mandel is the Managing Member of each of Lone Pine, Lone Pine Members and Lone Pine Capital and in that capacity directs their operations.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

See Item 2.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

Each of the Reporting Persons hereby makes the following certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

#### **SIGNATURES**

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

DATED: October 29, 2007

By: /s/ Stephen F. Mandel, Jr.

Stephen F. Mandel, Jr., individually and (a) as Managing Member of Lone Pine Associates LLC, for itself and as the general partner of (i) Lone Spruce, L.P., (ii) Lone Balsam, L.P. and (iii) Lone Sequoia, L.P.; (b) as Managing Member of Lone Pine Members LLC, for itself and as the general partner of (i) Lone Cascade, L.P. and (ii) Lone Sierra, L.P.; and (c) as Managing Member of Lone Pine Capital LLC

#### EXHIBIT 1

## JOINT ACQUISITION STATEMENT PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G/A, is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G/A, shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

DATED: October 29, 2007

By: /s/ Stephen F. Mandel, Jr.

Capital LLC

Stephen F. Mandel, Jr., individually and (a) as Managing Member of Lone Pine Associates LLC, for itself and as the general partner of (i) Lone Spruce, L.P., (ii) Lone Balsam, L.P. and (iii) Lone Sequoia, L.P.; (b) as Managing Member of Lone Pine Members LLC, for itself and as the general partner of (i) Lone Cascade, L.P. and (ii) Lone Sierra, L.P.; and (c) as Managing Member of Lone Pine