### SEC Form 4

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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 Ad <u>Haack Mic</u>	dress of Reporting <u>chael</u>	Person*	2. Issuer Name and Ticker or Trading Symbol EAGLE MATERIALS INC [ EXP ]	(Check all a Dir	rector	10% Owner					
(Last) 5960 BERKS	(First) SHIRE LN, STE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/08/2023		ficer (give title low) President an	Other (specify below) d CEO					
(Street) DALLAS	TX	75225	4. If Amendment, Date of Original Filed (Month/Day/Year)	Line) X Fo	l or Joint/Group Fili orm filed by One Re orm filed by More th erson						
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication            Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.								
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	(D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock	05/08/2023		A		16,044	Α	<b>\$0.00</b> <sup>(1)</sup>	96,415	D	

# 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. Transac Code (Ir 8)		of Derivati Securiti Acquire (A) or Dispose of (D)	Derivative (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Qualified Stock Option (Right to Buy)	\$126.22 <sup>(2)</sup>	05/08/2023		A		13,907		(3)	05/19/2032	Common Stock	13,907	\$0.00	13,907	D	

Explanation of Responses:

1. On May 19, 2022, the reporting person was granted 16,044 shares of restricted stock, subject to the achievement by the Company of performance vesting criteria based on the Company's average return on equity measured at the end of fiscal 2023. On May 8, 2023 the performance vesting criteria was determined to have been met such that 16,044 shares of restricted stock became earned and reportable on such date. The restrictions on the earned shares will lapse ratably on May 17, 2023 and March 31 of 2024, 2025 and 2026.

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.

3. On May 19, 2022, the reporting person was granted an option to purchase up to 13,907 shares of Common Stock, subject to the achievement by the company of performance vesting criteria based on the Company's average return on equity measured at the end of fiscal 2023. On May 8, 2023 the performance vesting criteria was determined to have been met such that 13,907 options became earned and reportable on such date. The earned options become vested and exercisable ratably on May 8, 2023 and March 31 of 2024, 2025 and 2026.

Remarks:

#### <u>/s/ Scott M. Wilson as</u> <u>Attorney-in-Fact for Michael</u>

Haack

05/10/2023

\*\* 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.

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