FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	$D \subset$	20549	
vasilligion,	D.C.	20349	

TATEMENT	OF CHANGES	IN BENEFICIAL	. OWNERSHIP

OMB APPR	ROVAL
OMB Number:	3235-0287
Estimated average bu	urden
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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).

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

	nd Address of James H	Reporting Person*	Middle))	Issuer Name and Ticker or Trace EAGLE MATERIALS Issuer Name and Ticker or Trace Issuer Name and Ticker or Trace EAGLE MATERIALS 3. Date of Earliest Transaction (Modern 1997)					LS IN	NC [EXP]			ationship of Reportin call applicable) Director Officer (give title below)		10% O Other (below)		wner
5960 BE	RKSHIRE	LN, STE 900	ŕ		05/1	05/13/2020								E	VP & Ge	neral	Counsel		
(Street)	S TX	7	5225		4. If a	Amendı	ment,	Date	of Orig	inal Fil	ed (Month/Da	ay/Year)		6. Indi Line) X	Form	filed by Or	ne Rep	ng (Check A norting Pers n One Rep	son
(City)	(Sta	ate) (Z	Zip)												Person				
		Table	I - N	on-Deriva	tive	Secur	ities	Ac	quire	d, Di	sposed of	f, or B	enefi	cially	/ Own	ed			
Date		2. Transaction Date (Month/Day/	Execution Date		´	3. Transaction Code (Instr.) 8)		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 a					es ially Following	Form:	: Direct I Indirect I str. 4)	7. Nature of ndirect Beneficial Ownership Instr. 4)			
									Code	v	Amount	(A) or (D)	Price		Transac (Instr. 3	tion(s)			msu. 4)
Common	Stock			05/13/20	20	20			F 455		455	D	\$55.	49 ⁽¹⁾	62,285 ⁽²⁾			D	
Common	ommon Stock													1,	128			By 401(k)	
Common	Common Stock											543			I 1	By Reporting Person's IRA			
	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)	Execu	eemed ution Date, / th/Day/Year)		Transaction of Code (Instr. Derivative			Expiration Date Amount of			nt of ities lying ative ity (Inst	8. Price of Derivative Security (Instr. 5)			ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exerc	cisable	Expiration Date	Title	Amour or Number of Shares	er					

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.
- 2. 455 shares were withheld by the issuer to satisfy income tax withholding requirements related to the lapsing of restrictions on 1,154 shares of restricted stock awarded to the reporting person on May 16, 2019 (Form 4 filed on 5/6/2020). Because the reporting person's restricted stock holdings have been included in the direct ownership of Common Stock disclosed by the reporting person, the reporting person's direct ownership of Common Stock has been reduced by 455 shares to reflect this tax withholding.

Remarks:

/s/ James H. Graass

05/15/2020

** 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.