FORM 4

obligations may continue. See

Instruction 1(b)

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| STATEMENT C | F CHANGES IN | BENEFICIAL | OWNERSHIP |
|-------------|--------------|------------|-----------|
| | | | |

OMB APPROVAL OMB Number: Estimated average burden 0.5 hours per response:

or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person* EAGLE MATERIALS INC [EXP] STEWART RICHARD ROSS Director 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) below) below) (Last) (First) (Middle) 08/18/2011 6428 BROMPTON 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) Form filed by One Reporting Person 77005 **HOUSTON** TX Form filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 6. Ownership 7. Nature Transaction **Execution Date** Securities Form: Direct of Indirect (Month/Day/Year) Code (Instr. 8) (D) or Indirect (I) (Instr. 4) Beneficially Beneficial (Month/Dav/Year) Owned Following Ownership Reported (Instr. 4) (A) or (D) Transaction(s) Code Amount Price (Instr. 3 and 4) By Stewart 08/18/2011 Common Stock P 1,000 A \$18.39 7,000 I Family Trust Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 11. Nature 10. 2. Conversion Transaction Derivative **Execution Date Expiration Date** Amount of Derivative derivative Ownership of Indirect Security (Instr. 3) Form: Direct (D) (Month/Day/Year if any (Month/Day/Year) Code (Instr. Derivative (Month/Day/Year) Securities Beneficial Beneficially Price of 8) Securities Underlying (Instr. 5) Ownership Acquired (A) or Disposed Derivative Security Owned Following or Indirect (I) (Instr. 4) Derivativ (Instr. 4) Security (Instr. 3 Reported Transaction(s) and 4) of (D) (Instr. 3, 4 (Instr. 4) ànd 5)

Explanation of Responses:

/s/ Scott M. Wilson as

Amount Number

Shares

Attorney-in-Fact for Richard 08/26/2011

Ross Stewart

Title

Expiration

Exercisable

** 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).

Code

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.

(A) (D)