

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
WASHINGTON, D.C. 20549

**FORM 8-K**

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 6, 2019

**Eagle Materials Inc.**  
(Exact name of Registrant as Specified in Its Charter)

Delaware  
(State or Other Jurisdiction  
of Incorporation)

1-12984  
(Commission File Number)

75-2520779  
(IRS Employer  
Identification No.)

5960 Berkshire Ln., Suite 900  
Dallas, Texas  
(Address of Principal Executive Offices)

75225  
(Zip Code)

Registrant's Telephone Number, Including Area Code: (214) 432-2000

Not Applicable  
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.01 par value	EXP	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

The Company held its Annual Meeting of Stockholders on August 6, 2019. At the Annual Meeting, George J. Damiris, Martin M. Ellen and David B. Powers were elected to the Board of Directors by the holders of the Company's Common Stock, par value \$0.01 per share, to serve until the 2022 Annual Meeting of Stockholders. The Company's stockholders also approved an advisory resolution regarding the compensation of the Company's named executive officers, as well as the expected appointment by the Company's Board of Directors of Ernst & Young LLP as the Company's independent auditors for the fiscal year ending March 31, 2020. Voting results for the director nominees and the other proposals are summarized below:

*Election of Class I Directors*

Director Nominee	Number of Shares of Common Stock			
	For	Against	Abstain	Broker Non-Votes
George J. Damiris	37,912,455	1,648,927	119,241	1,555,097
Martin M. Ellen	39,329,034	272,561	79,028	1,555,097
David B. Powers	38,061,016	1,536,289	83,318	1,555,097

Margot L. Carter, Michael R. Nicolais and Richard R. Stewart continue to serve as directors with a term expiring in 2020. F. William Barnett, Ed H. Bowman, Richard Beckwitt and Michael R. Haack continue to serve as directors with a term expiring in 2021.

*Approval of an advisory resolution regarding the compensation of the Company's named executive officers*

Number of Shares of Common Stock			
For	Against	Abstain	Broker Non-Votes
31,531,092	8,019,591	129,940	1,555,097

*Approval of Ernst & Young LLP as the Independent Auditors*

Number of Shares of Common Stock			
For	Against	Abstain	Broker Non-Votes
40,856,910	296,791	82,019	0

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

EAGLE MATERIALS INC.

By: /s/ D. Craig Kesler  
D. Craig Kesler  
Executive Vice President – Finance and Administration and  
Chief Financial Officer

Date: August 9, 2019

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