

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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 Address of Reporting Person* <u>Kesler Dale Craig</u> (Last) (First) (Middle) 3811 TURTLE CREEK BLVD. SUITE 1100 (Street) DALLAS TX 75219 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 08/21/2009	3. Issuer Name and Ticker or Trading Symbol <u>EAGLE MATERIALS INC [EXP]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) EVP and CFO	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	3,988	D	
Common Stock	552	I	By 401(k)

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Non-qualified Stock Option (right to buy)	(1)	10/07/2014	Common Stock 7,500	23.5833	D	
Non-qualified Stock Option (right to buy)	03/31/2006	06/09/2012	Common Stock 2,329 ⁽²⁾	29.0767	D	
Non-qualified Stock Option (right to buy)	03/31/2007	05/09/2016	Common Stock 1,342 ⁽³⁾	62.83	D	
Non-qualified Stock Option (right to buy)	03/31/2009	08/21/2015	Common Stock 14,000 ⁽⁴⁾	26.695	D	

Explanation of Responses:

- The option vests in 5 equal installments. The first, second, third and fourth installments have vested. The final installment will vest on 10/7/09.
- This is a performance-based option to purchase 3,000 shares of Common Stock, of which 2,329 options vested and became exercisable effective 3/31/06. The remaining options were forfeited.
- This is a performance-based option to purchase 1,618 shares of Common Stock, of which 1,342 options vested and became exercisable effective 3/31/07. The remaining options were forfeited.
- This is a performance-based option to purchase 14,000 shares of Common Stock, all of which vested and became exercisable effective 3/31/09.

/s/ Scott M. Wilson as Attorney-in-Fact for Dale Craig Kesler

08/25/2009

** 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 5 (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.

LIMITED POWER OF ATTORNEY FOR
SECTION 16 REPORTING OBLIGATIONS

Know all by these presents, that the undersigned hereby constitutes and appoints each of James H. Graass, David A. Greenblatt and Scott M. Wilson, or any of
(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Eagle Materials Inc., a Delaware corpora
(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4,
(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, :
The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, nec
This Limited Power of Attorney supersedes any Section 16 power of attorney previously granted by the undersigned with respect to the undersigned's holdings o
IN WITNESS WHEREOF, the undersigned has caused this Limited Power of Attorney to be executed as of this 21 day of August, 2009.

/s/ Dale Craig Kesler