FORM 4

Check this box if no longer subject

to Section 16. Form 4 or Form 5 obligations may continue. See

Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549	

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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

Name and Address of Reporting Person* Graass James H					EAGLE MATERIALS INC [EXP]									k all app Direc	tor		10% (wner	
(Last) (First) (Middle) 5960 BERKSHIRE LN, STE 900					3. Date of Earliest Transaction (Month/Day/Year) 05/17/2022									X Officer (give title Other (special below) EVP & General Counsel					
(Street) DALLAS (City)			5225 Zip)	4. If Amendment, Date				te of Original Filed (Month/Day/Year)						Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(0.5)	(0.0	, ,	I - Non-Deriva	ative	Secu	rities /	Acc	quire	ed, D	isposed (of, or	Benefic	cially	y Own	ed				
1. Title of Security (Instr. 3)			2. Transactio Date (Month/Day/\)		2A. Deemed Execution Date,		T	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 an			5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
							c	Code V		Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		tion(s)			(Instr. 4)	
Common	Stock		05/17/20	22				F		340	D	\$122.2	22.24 ⁽¹⁾ 33,182 ⁽²⁾ D				D		
Common	Stock																	By 401(k)	
Common	Stock													5	543		I	By Reporting Person's IRA	
		Tal	ble II - Derivat (e.g., p							sposed of , converti				Owne	d				
1. Title of Derivative Security (Instr. 3)	erivative Conversion Date Execution Date, ecurity or Exercise (Month/Day/Year) if any				nsaction le (Instr.	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Exp	iration	ercisable and Date y/Year)	Amo Secu Unde Deriv		8. Price of Derivative Security (Instr. 5)		9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	e S Illy	10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownership t (Instr. 4)	
				Cod	le V	(A) ((D)	Date) Exercisabl		Expiration Date	n Title	Amount 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. 340 shares were withheld by the issuer to satisfy income tax withholding requirements related to the lapsing of restrictions on 862 shares of restricted stock awarded to the reporting person on May 19, 2021 (Form 4 filed on 5/10/2022). 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 340 shares to reflect this tax withholding.

Remarks:

/s/ James H. Graass

05/19/2022

** 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.