

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* LONE PINE CAPITAL LLC (Last) (First) (Middle) TWO GREENWICH PLZ (Street) GREENWICH CT 06830 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol EAGLE MATERIALS INC [EXP]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 09/16/2008	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.01 per share	09/16/2008		S		10,300	D	\$26.625	4,580,259	I	See footnotes ⁽¹⁾ (2)(3)(4)
Common Stock, par value \$0.01 per share	09/16/2008		S		368,669	D	\$26.723	4,211,590	I	See footnotes ⁽¹⁾ (2)(3)(4)

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person* LONE PINE CAPITAL LLC (Last) (First) (Middle) TWO GREENWICH PLZ (Street) GREENWICH CT 06830 (City) (State) (Zip)		
--	--	--

1. Name and Address of Reporting Person* MANDEL STEPHEN F JR (Last) (First) (Middle) TWO GREENWICH PLZ (Street) GREENWICH CT 06830 (City) (State) (Zip)		
--	--	--

Explanation of Responses:

1. The total amount of 4,211,590 shares of the Issuer's Common Stock, par value \$0.01 per share ("Common Stock") reported above represents (i) 57,087 shares held directly by Lone Spruce, L.P., a Delaware limited partnership ("Lone Spruce"); (ii) 125,268 shares held directly by Lone Balsam, L.P., a Delaware limited partnership ("Lone Balsam"); (iii) 104,658 shares held directly by Lone Sequoia, L.P., a Delaware limited partnership ("Lone Sequoia"); (iv) 1,416,070 shares held directly by Lone Cascade, L.P., a Delaware limited partnership ("Lone Cascade");

2. (continued from footnote (1)) (v) 119,138 shares held directly by Lone Sierra, L.P., a Delaware limited partnership ("Lone Sierra"); (vi) 1,298,670 shares held directly by Lone Cypress, Ltd., a Cayman Islands exempted company ("Lone Cypress"); (vii) 923,903 shares held directly by Lone Kauri, Ltd., a Cayman Islands exempted company ("Lone Kauri"); and (viii) 166,796 shares held directly by Lone Monterey, Ltd., a Cayman Islands exempted company ("Lone Monterey").

3. Lone Pine Capital LLC serves as investment manager to, and has investment discretion over the shares of Common Stock held by, Lone Cypress, Lone Kauri and Lone Monterey. Lone Pine Associates LLC serves as the general partner of, and has investment discretion over the shares of Common Stock held by, Lone Spruce, Lone Balsam and Lone Sequoia. Lone Pine Members LLC serves as the general partner of, and has investment discretion over the securities held by, Lone Cascade and Lone Sierra. Stephen F. Mandel, Jr. is the managing member of Lone Pine Capital LLC, Lone Pine Associates LLC and Lone Pine Members LLC.

4. Lone Pine Capital LLC, Lone Pine Associates LLC, Lone Pine Members LLC and Stephen F. Mandel, Jr. each disclaim any beneficial ownership of any of the Issuer's securities to which this Form 4 relates for the purposes of Section 16 of the Securities Exchange Act of 1934, as amended, except as to such securities representing in which each such person may be deemed to have an indirect pecuniary interest pursuant to Rule 16a-1(a)(2).

Lone Pine Capital LLC /s/

Stephen F. Mandel, Jr.,

Managing Member

09/18/2008

** 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.

Joint Filer Information

Name: Lone Spruce, L.P.
Address: Two Greenwich Plaza, Greenwich, Connecticut 06830
Designated Filer: Lone Pine Capital LLC
Issuer & Ticker Symbol: Eagle Materials Inc. [EXP]
Date of Event Requiring Statement: 09/16/08

Signature: Lone Spruce, L.P.

By: Lone Pine Associates LLC, its general partner
By: /s/ Stephen F. Mandel, Jr.

Name: Stephen F. Mandel, Jr.
Title: Managing Member

Name: Lone Balsam, L.P.
Address: Two Greenwich Plaza, Greenwich, Connecticut 06830
Designated Filer: Lone Pine Capital LLC
Issuer & Ticker Symbol: Eagle Materials Inc. [EXP]
Date of Event Requiring Statement: 09/16/08

Signature: Lone Balsam, L.P.

By: Lone Pine Associates LLC, its general partner
By: /s/ Stephen F. Mandel, Jr.

Name: Stephen F. Mandel, Jr.
Title: Managing Member

Name: Lone Sequoia, L.P.
Address: Two Greenwich Plaza, Greenwich, Connecticut 06830
Designated Filer: Lone Pine Capital LLC
Issuer & Ticker Symbol: Eagle Materials Inc. [EXP]
Date of Event Requiring Statement: 09/16/08

Signature: Lone Sequoia, L.P.

By: Lone Pine Associates LLC, its general partner
By: /s/ Stephen F. Mandel, Jr.

Name: Stephen F. Mandel, Jr.
Title: Managing Member

Name: Lone Pine Associates LLC
Address: Two Greenwich Plaza, Greenwich, Connecticut 06830
Designated Filer: Lone Pine Capital LLC
Issuer & Ticker Symbol: Eagle Materials Inc. [EXP]
Date of Event Requiring Statement: 09/16/08

Signature: Lone Pine Associates LLC

By: /s/ Stephen F. Mandel, Jr.

Name: Stephen F. Mandel, Jr.

Name: Lone Cascade, L.P.
Address: Two Greenwich Plaza, Greenwich, Connecticut 06830
Designated Filer: Lone Pine Capital LLC
Issuer & Ticker Symbol: Eagle Materials Inc. [EXP]
Date of Event Requiring Statement: 09/16/08

Signature: Lone Cascade, L.P.

By: Lone Pine Members LLC, its general partner
By: /s/ Stephen F. Mandel, Jr.

Name: Stephen F. Mandel, Jr.
Title: Managing Member

Name: Lone Sierra, L.P.
Address: Two Greenwich Plaza, Greenwich, Connecticut 06830
Designated Filer: Lone Pine Capital LLC
Issuer & Ticker Symbol: Eagle Materials Inc. [EXP]
Date of Event Requiring Statement: 09/16/08

Signature: Lone Sierra, L.P.

By: Lone Pine Members LLC, its general partner
By: /s/ Stephen F. Mandel, Jr.

Name: Stephen F. Mandel, Jr.
Title: Managing Member

Name: Lone Pine Members LLC
Address: Two Greenwich Plaza, Greenwich, Connecticut 06830
Designated Filer: Lone Pine Capital LLC
Issuer & Ticker Symbol: Eagle Materials Inc. [EXP]
Date of Event Requiring Statement: 09/16/08

Signature: Lone Pine Members LLC

By: /s/ Stephen F. Mandel, Jr.

Name: Stephen F. Mandel, Jr.
Title: Managing Member

Name: Stephen F. Mandel, Jr.

Address: c/o Lone Pine Capital LLC, Two Greenwich Plaza,
Greenwich, Connecticut 06830

Designated Filer: Lone Pine Capital LLC

Issuer & Ticker Symbol: Eagle Materials Inc. [EXP]

Date of Event Requiring Statement: 09/16/08

Signature: /s/ Stephen F. Mandel, Jr.

Name: Stephen F. Mandel, Jr.