

EAGLE MATERIALS INC  
Form 8-K  
May 27, 2008

**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):**

**May 20, 2008**

**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.)

**3811 Turtle Creek Blvd., Suite 1100, Dallas, Texas**

(Address of principal executive offices)

**75219**

(Zip code)

Registrant's telephone number including area code: **(214) 432-2000**

**Not Applicable**

(Former name or former address if changed from 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))
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**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On May 20, 2008, the Compensation Committee of the Board of Directors of Eagle Materials Inc. ( Eagle ) approved the annual incentive bonus for fiscal year 2008 and the base salary for fiscal year 2009 for Mr. Steven R. Rowley, Eagle s President and Chief Executive Officer. The Compensation Committee approved an annual incentive bonus for fiscal 2008 for Mr. Rowley of \$778,314. This annual incentive bonus was paid pursuant to Eagle s Salaried Incentive Compensation Program for Fiscal Year 2008. In addition, the Compensation Committee approved a base salary for fiscal 2009 for Mr. Rowley of \$800,000.

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**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/ Arthur R. Zunker, Jr.  
Arthur R. Zunker, Jr.  
Senior Vice President Finance,  
Treasurer  
and Chief Financial Officer

Date: May 27, 2008