

EAGLE MATERIALS INC
Form 8-K
April 19, 2019

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): April 18, 2019

Eagle Materials Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

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

1-12984
(Commission

File Number)

75-2520779
(IRS Employer

Identification No.)

75219

(Address of principal executive offices)

(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))

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 2.02 Results of Operations and Financial Condition

On April 18, 2019, Eagle Materials Inc., a Delaware corporation (Eagle), announced preliminary financial results for the quarter ended March 31, 2019. A copy of Eagle s press release announcing these preliminary results is being furnished as Exhibit 99.1 hereto and is incorporated herein by reference.

Item 8.01 Other Events

On April 18, 2019, Eagle issued a press release announcing (i) the commencement of a strategic review of Eagle s portfolio of businesses; (ii) the preliminary financial results noted in Item 2.02 above; (iii) that its Board of Directors has authorized the repurchase of an additional 10 million shares of common stock raising its current authorization to approximately 10.7 million shares (including approximately 700,000 shares remaining under the existing authorization); and (iv) the succession of Michael R. Nicolais to Chairman of the Board.

A copy of Eagle s press release is being furnished as Exhibit 99.1 hereto and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

| Exhibit Number | Description |
|-------------------|--|
| 99.1 | <u>Press Release dated April 18, 2019 issued by Eagle Materials Inc.</u> |

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: April 18, 2019