FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

ngton, D.C. 20549	
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	3235-0287
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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*     Black Iain									r or Trading S		I		lationship of l ck all applicat Director	ole)	Persor	10% Owr			
(Last) (First) (Middle) 2015 W. CHESTNUT STREET						3. Date of Earliest Transaction (Month/Day/Year) 04/04/2019								Officer (give title below)  SVP, Operation			below)	, ,	
(Street) ALHAMBRA CA 91803				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)							- 1	6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(Sta		Zip)																
		Ta	ble I - Non	-Deriv	/ativ	e Se	curities	Acq	uired, Dis	·				Owned					
Date				Date	nsaction :h/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8) 4. Securities Disposed Of		es Acquired Of (D) (Instr	I (A) or . 3, 4 and 5)	5. Amount Securities Beneficially Owned Fol Reported	,	6. Own Form: (D) or I (I) (Inst	Direct Ir ndirect B tr. 4) O	7. Nature of ndirect Beneficial Dwnership		
									Code V	Am	nount	(A) or (D)	Price	Transaction (Instr. 3 and			(11	nstr. 4)	
			Table II - [ (						ired, Disp options,		,		•	wned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Da if any (Month/Day/Y	c	ransad ode (I		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisab Expiration Date (Month/Day/Year)		e of Securities		es g Derivative	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported	e es ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code		v	(A)	(D)	Date Exercisable	Expi Date	iration	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)				
Performance- Based Restricted Stock Units (PSUs)	(1)	04/04/2019			A		20,000 <sup>(1)</sup>		(2)	(2) (2) Emcore Common Stock 20		20,000(1)	\$0 <sup>(3)</sup>	45,000 <sup>(1)</sup>		D			
Restricted Stock Units	(4)	04/04/2019			A		10,000		(5)		(5)	Emcore Common	10,000	\$0 <sup>(6)</sup>	28,75	50	D		

## **Explanation of Responses:**

- 1. Each PSU represents a contingent right to receive one share of EMCORE common stock, based on the Issuer's total shareholder return (TSR) compared to pre-established relative TSR goals, based on the TSR of the Russell Microcap Index, that were set by the Compensation Committee of the Board of Directors. The aggregate number of shares issued may range from zero (0) to 200% of the target number of shares reported in column 7 of this report.
- 2. Between zero (0) and 200% of the PSUs will vest, if at all, on April 4, 2022.
- 3. The PSUs were awarded to the Reporting Person for no cash or other similar consideration.
- 4. Each restricted stock unit represents a contingent right to receive one share of EMCORE common stock.
- $5.\ Vests\ in\ four\ equal\ annual\ installments\ commencing\ on\ April\ 4,\ 2020.$
- 6. The restricted stock units were awarded to the Reporting Person for no cash or other similar consideration.

## Remarks:

Stock Units

Ryan Hochgesang, attorney in

04/05/2019

<u>fact</u>

Stock

\*\* 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.