# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# **SCHEDULE 13D**

Under the Securities Exchange Act of 1934 (Amendment No. 2)

# **EMCORE Corporation**

(Name of Issuer)

# Common Stock with no par value

(Title of Class of Securities)

#### 290846203

(CUSIP Number)

J. Carlo Cannell Cannell Capital LLC 245 Meriwether Circle Alta, WY 83414 (307) 733-2284

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

### **June 15, 2022**

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box [].

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See 240.13d-7(b) for other parties to whom copies are to be sent.

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

### **SCHEDULE 13D**

CUSIP No. 2908	846203
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1	NAMES OF REPORTING PERSONS					
_	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)					
	Cannell Capital LLC					
	I.R.S. Identification Nos. of above persons (entities only)					
	94-3366999					
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4	SOURCE	OF FU	NDS (See Instructions)			
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12	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
13	TERCENT OF CLASS REFRESENTED BY AMOUNT IN ROW (11)					
	8.80%					
14	TYPE OF REPORTING PERSON (See Instructions)					
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As of June 15, 2022 (the "Reporting Date"), Tristan Partners, L.P. ("Tristan"), the Tristan Offshore Fund Ltd. ("Tristan Offshore"), Tonga Partners, L.P. ("Tonga") and sundry Separately Managed Accounts ("SMAs") and collectively with Tristan and Tristan Offshore and Tonga (the "Investment Vehicles"), held in the aggregate 3,303,315 Shares.

Cannell Capital LLC acts as the investment adviser to Tonga, Tristan, Tristan Offshore and the SMAs. Mr. J. Carlo Cannell is the sole managing member of Cannell Capital LLC. The Reporting Person possesses the sole power to vote and to direct the disposition of the Shares held by the Investment Vehicles.

<sup>\*</sup>Based on information set forth on the Form 10-Q of EMCORE Corporation (the "Company", "Registrant", or "EMKR") as filed with the Securities and Exchange Commission on May 5, 2022, there were 37,521,023 shares of Common Stock with no par value (the "Shares"), of the Company issued and outstanding as of May 2, 2022.

CUSIP No. 290846203

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	DED CEL					
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
	8.80%					
14	TYPE OF REPORTING PERSON (See Instructions)					
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<sup>\*</sup>Based on information set forth on the Form 10-Q of EMCORE Corporation (the "Company", "Registrant", or "EMKR") as filed with the Securities and Exchange Commission on May 5, 2022, there were 37,521,023 shares of Common Stock with no par value (the "Shares"), of the Company issued and outstanding as of May 2, 2022.

As of June 15, 2022 (the "Reporting Date"), Tristan Partners, L.P. ("Tristan"), the Tristan Offshore Fund Ltd. ("Tristan Offshore"), Tonga Partners, L.P. ("Tonga") and sundry Separately Managed Accounts ("SMAs") and collectively with Tristan and Tristan Offshore and Tonga (the "Investment Vehicles"), held in the aggregate 3,303,315 Shares.

Cannell Capital LLC acts as the investment adviser to Tonga, Tristan, Tristan Offshore and the SMAs. Mr. J. Carlo Cannell is the sole managing member of Cannell Capital LLC. The Reporting Person possesses the sole power to vote and to direct the disposition of the Shares held by the Investment Vehicles.

#### Item 1. Security and Issuer

The title of the class of equity securities to which this Schedule 13D relates is the common stock with no par value of EMCORE Corporation, a Delaware Company.

The address of the principal executive offices of the Company is 2015 W. Chestnut Street, Alhambra, California, 91803.

# Item 2. Identity and Background

a) The name of the Reporting Person is J. Carlo Cannell (the "Reporting Person").

The Reporting Person is the sole managing member of Cannell Capital LLC, an investment adviser to the following entities:

Tristan Partners, L.P.
Tristan Offshore Fund, Ltd.
Tonga Partners, L.P.
Separately Managed Accounts

Set forth in the attached Annex "A" and incorporated herein by reference is a listing of the directors, general partners, managing members and controlling persons of the Reporting Person and the Investment Vehicles (collectively, the "Covered Persons"), and sets forth the principal occupation, citizenship and principal place of business of each Covered Person.

b) The principal business address of the Reporting Person is:

245 Meriwether Circle Alta, WY 83414

- c) The principal business of the Reporting Person is the performance of investment management and advisory services. The principal business of the Investment Vehicles is investment in securities.
- d) Neither the Reporting Person, nor to the best of its knowledge, any of the Investment Vehicles, has, in the last five years, been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).
- e) Neither the Reporting Person, nor to the best of its knowledge, any of the Investment Vehicles, has, during the last five years, been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violations with respect to such laws.
- f) The place of organization of the Reporting Person is as follows:

The citizenship of each Covered Person is set forth on the attached Annex A and incorporated herein by reference.

Mr. J. Carlo Cannell is the Managing Member of Cannell Capital LLC, a Wyoming limited liability company.

## Item 3. Source and Amount of Funds or Other Considerations

The securities to which this statement relates were acquired by the Reporting Person using the working capital of each Investment Vehicle as follows:

Tristan Partners, L.P.: \$5,837,211 Tristan Offshore Fund, Ltd.: \$2,533,621 Tonga Partners, L.P.:\$3,105,363

Separately Managed Accounts: \$3,554,787

The Investment Vehicles have invested an aggregate amount of approximately \$15,030,983 in the Shares.

### **Item 4. Purpose of Transaction**

Cannell Capital LLC, on behalf of the Investment Vehicles, identified the Company as an entity satisfying each of the Investment Vehicle's investment criteria. The Investment Vehicles acquired these shares in the ordinary course of business and not with the intent to change or influence control of the Company. The Investment Vehicles continue to hold the Shares as a long-term investment.

Mr. Cannell makes this filing to disclose recent transactions in the Shares. Other than the matters discussed in Exhibit 99 in Amendment 1 to this Schedule, CC has no present plans or proposals to engage in any of the actions specified in Items 4(a) through 4(j) to the Schedule 13D general instructions with regards to the Company.

#### Item 5. Interest in Securities of the Issuer

Based on information set forth on the Form 10-Q of EMCORE Corporation (the "Company", "Registrant", or "EMKR") as filed with the Securities and Exchange Commission on May 5, 2022, there were 37,521,023 shares of Common Stock with no par value (the "Shares"), of the Company issued and outstanding as of May 2, 2022.

- (a) As of June 15, 2022, for the purposes of Reg. Section 240.13d-3, Cannell Capital LLC may be deemed to beneficially own 3,303,315 Shares, or approximately 8.80% of the Shares deemed issued and outstanding as of the Reporting Date.
- (b) Cannell Capital LLC possesses the sole power to vote and to direct the disposition of the Shares held by the Investment Vehicles.
- (c) The following table details the transactions during the sixty days on or prior to the Reporting Date in Shares, or securities convertible into, exercisable for or exchangeable for Shares, by Cannell Capital LLC or any other person or entity controlled by him or any person or entity for which he possesses voting or investment control over the securities thereof (each of which was effected in an ordinary brokerage transaction by Cannell Capital LLC on behalf of the Investment Vehicles).

Entity	Date	Quantity	Price per Share	Form of Transaction
Tonga	6/6/2022	9,584	3.44	Sell
Cannell SMAs	6/6/2022	6,842	3.44	Sell
Tonga	6/7/2022	17,503	3.47	Sell
Cannell SMAs	6/7/2022	12,497	3.47	Sell
Tonga	6/7/2022	3,034	3.47	Sell
Cannell SMAs	6/7/2022	2,166	3.47	Sell
Tonga	6/7/2022	8,752	3.52	Sell
Cannell SMAs	6/7/2022	6,248	3.52	Sell
Tonga	6/8/2022	30,422	3.53	Sell
Cannell SMAs	6/8/2022	21,719	3.53	Sell
Tonga	6/9/2022	29,172	3.47	Sell
Cannell SMAs	6/9/2022	20,828	3.47	Sell
Tristan	6/10/2022	589	3.29	Sell
Tristan Offshore	6/10/2022	250	3.29	Sell
Tonga	6/10/2022	223	3.29	Sell
Cannell SMAs	6/10/2022	159	3.29	Sell
Tristan	6/13/2022	88,896	3.19	Sell
Cannell SMAs	6/13/2022	37,519	3.19	Sell
Tonga	6/13/2022	42,933	3.19	Sell

Cannell SMAs	6/13/2022	30,652	3.19	Sell
Tristan	6/14/2022	20,891	3.21	Sell
Tristan Offshore	6/14/2022	8,817	3.21	Sell
Tonga	6/14/2022	10,089	3.21	Sell
Cannell SMAs	6/14/2022	7,203	3.21	Sell

# Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

None.

#### Item 7. Material to Be Filed as Exhibits

None.

# **Signature**

June 15, 2022

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated	
/s/ J. Carlo Cannell	
Signature	
J. Carlo Cannell, Managing Member	
Name/Title	

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative (other than an executive officer or general partner of this filing person), evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001).