# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# **SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

Filed by the Registrant  $\boxtimes$ 

Filed by a Party other than the Registrant  $\Box$ 

Check the appropriate box:

□ Preliminary Proxy Statement

□ Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

□ Definitive Proxy Statement

 $\boxtimes\,$  Definitive Additional Materials

□ Soliciting Material under §240.14a-12

## **EMCORE CORPORATION**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):  $\boxtimes$  No fee required.

□ Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
- (4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

□ Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

# \*\*\* Exercise Your *Right* to Vote \*\*\* Important Notice Regarding the Availability of Proxy Materials for the Shareholder Meeting to Be Held on March 17, 2017.

**EMCORE CORPORATION** 

# January 19, 2017 For holders as of: Date: March 17, 2017 Time: 8:00 a.m. local time Location: Courtyard Los Angeles Pasadena/Old Town 180 North Fair Oaks Avenue Pasadena, California 91103 You are receiving this communication because you hold shares in the company named above. This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at www.proxyvote.com or easily request a paper copy (see reverse side). We encourage you to access and review all of the important information contained in the proxy materials before voting. See the reverse side of this notice to obtain proxy materials and voting instructions.

Meeting Type:

**Meeting Information** 

Annual Meeting

E16267-P84754

- Before You Vote -

How to Access the Proxy Materials

## Proxy Materials Available to VIEW or RECEIVE:

NOTICE AND PROXY STATEMENT 2016 ANNUAL REPORT

## How to View Online:

Have the information that is printed in the box marked by the arrow  $\rightarrow$  (located on the following page) and visit: *www.proxyvote.com*.

## How to Request and Receive a PAPER or E-MAIL Copy:

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- 1) BY INTERNET: www.proxyvote.com
  - 2) BY TELEPHONE: 1-800-579-1639
- 3) BY E-MAIL\*: sendmaterial@proxyvote.com

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before March 3, 2017 to facilitate timely delivery.

# How To Vote -

## Please Choose One of the Following Voting Methods

**Vote In Person:** If you choose to vote these shares in person at the meeting, you must request a "*legal proxy*." To do so, please follow the instructions at *www.proxyvote.com* or request a paper copy of the materials, which will contain the appropriate instructions. Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance.

**Vote By Mail:** You can vote by mail by requesting a paper copy of the materials, which will include a voting instruction form.

E16268-P84754

### Voting Items

The Board of Directors recommends you vote FOR the following:

1. Election of Directors for a three-year term expiring at EMCORE's 2020 Annual Meeting of Shareholders.

#### Nominees:

- 01) Dr. Gerald J. Fine, Ph.D.02) Ettore J. Coringrato, Jr.
- The Board of Directors recommends you vote FOR the following proposals:
- 2. To ratify the appointment of KPMG LLP as EMCORE's independent registered public accounting firm for the fiscal year ending September 30, 2017.
- 3. To approve certain amendments to the EMCORE Corporation 2012 Equity Incentive Plan, including increasing the number of shares of common stock available for issuance under the plan by 2,400,000 shares.
- 4. To approve, on an advisory basis, the executive compensation of EMCORE's Named Executive Officers.

#### The Board of Directors recommends you vote 1 year on the following proposal:

5. To approve, on an advisory basis, the frequency of advisory executive compensation votes.

NOTE: In their discretion, the proxies are authorized to vote on such other business as may properly come before the meeting or any adjournment or postponement thereof.

E16269-P84754