U.S. SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

FORM 4

OMB APPROVAL
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction $\mathbf{1}(b)$.
- 1. Name and Address of Reporting Person*

Last, First, Middle: Curd, Howard F.

Street: c/o JLMP, 650 Fifth Avenue, 3rd Fl.

City, State, Zip: New York, NY 10019

- Issuer Name and Ticker or Trading Symbol: EMCORE Corporation EMKR
- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- Statement for Month/Year: December 1997
- 5. If Amendment, Date of Original (Month/Year)
- Relationship of Reporting Person(s) to Issuer (Check all applicable)

) 10% Owner) Officer (give title below)) Other (specify below)

- 7. Individual or Joint/Group Filing (Check Applicable Line)
 - x) Form filed by One Reporting Person) Form filed by More than One Reporting Person
- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
 - Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned
 - 1. Title of Security 2. Transaction Date Securities Acquired (A) Transaction (Instr. 3) (Month/Day/Year) Code or Disposed of (D) (Instr. 8) (Instr. 3, 4, and 5)

| | | | Code | V | Amount | (A) or (D) | Price |
|------------|------------------------------|---------------------|-----------|---|----------------|---------------|-------------------|
| (1) (2) | Common Stock Common Stock | 12/03/97 12/9/97 | X J(1) | | 138,742 162 | A A | \$4.08 \$18.50 |
| (3) | Common Stock | 12/9/97 | J(1) | | 154 | Α | \$19.50 |

| 1. Title of Security (Instr. 3) | Table I Continu 5. Amount of Securitie Beneficially Owned at End of Month | 6. Ownership Form: Direct (D) or | 7. | Nature of Indirect Beneficial Ownership |
|------------------------------------|---|-------------------------------------|----|--|
| | at End of Month | Indirect (I) | | (Instr. 4) |
| | (Instr. 3 and 4) | (Instr. 4) | | |

Common Stock (1) D

(2)Common Stock D

(3) Common Stock 263,318 D

(1) Grant pursuant to Directors' Stock Award Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

| | 1. Title of Derivative Security (Instr. 3) | 2. | Conver- sion or Exercise Price of Deriv- ative Security | action se Date of (Month/ Day/ Year) | | 4. Transaction Code (Instr. 8 | | Code | e ative Securities | | ies or D) |
|-----|--|----|---|---|---------|-------------------------------|------------|--------|--------------------|------------------|-----------------|
| | | | Security | | | Co | de | ٧ | (A) | (| D) |
| (1) | Common Stock Warrant (right to buy) | | \$4.08 | 12 | 2/03/97 | | X | | | | 138,742 |
| | Table II Continued | | | | | | | | | | |
| | 1. Title of Derivative Security (Instr. 3) | | 6. | Date Exercisable Expiration Date (Month/Day/Year) | | | Underlying | | | Securities | |
| | | | | | | Expiration Date | | Title | | Number Shares | of |
| (1) | Common Stock Warrant (right to buy) | | | Imme | ed. | 5/01 | /01 | Commor | n Stock | | 138,742 |

Table II -- Continued

1. Title of Derivative Security (Instr. 3)

8. Price of Derivative Security (Instr. 5)

9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)

10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

(1) Common Stock Warrant (right to buy) D

Explanation of Responses:

Name of Reporting Person: Howard F. Curd
By /s/ Thomas G. Werthan January
**Signature of Reporting Person Date January 9, 1997

Name: Thomas G. Werthan Title: Attorney-in-Fact

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 provided is insufficient, see Instruction 6 for

procedure.

Potential persons who are to respond to the collection of information $\ensuremath{\mathsf{I}}$ contained in this form are not required to respond unless the form displays a currently valid OMB number.