| SEC Form 4 | |
|------------|--|
|------------|--|

П

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| 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

| OMB APPROVAL | | | | | | | | | | |
|---------------------|-----------|--|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | | |
| Estimated average b | ourden | | | | | | | | | |

l

| Ļ | | |
|---|--------------------------|-----|
| | hours per response: | 0.5 |
| | Estimated average burden | |

| 1. Name and Address of Reporting Person Van Berkel Monica | 1* | 2. Issuer Name and Ticker or Trading Symbol <u>EMCORE CORP</u> [EMKR] | | ionship of Reporting Perso all applicable) Director | 10% Owner |
|---|----------------|--|-------------------------|---|------------------------------------|
| (Last) (First) (Middle) 10420 RESEARCH ROAD, SE | | 3. Date of Earliest Transaction (Month/Day/Year) 12/06/2013 | Х | Officer (give title below) Chief Admin. Of | Other (specify below) fficer |
| (Street) ALBUQUERQUE NM (City) (State) | 87123 (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indivi Line) X | dual or Joint/Group Filing (Form filed by One Report Form filed by More than (Person | ing Person |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transa Code (8) | | | | | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |
|---------------------------------|--|---|------------------------------|---|--------|---------------|--------|--|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock | 12/06/2013 | | М | | 2,256 | A | (1) | 25,276 | D | |
| Common Stock | 12/09/2013 | | S ⁽²⁾ | | 857 | D | \$4.59 | 24,419 | D | |
| Common Stock | 12/09/2013 | | S ⁽²⁾ | | 35 | D | \$4.58 | 24,384 | D | |
| Common Stock | | | | | | | | 8,073 ⁽³⁾ | I | By 401(k) Plan |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | | | (5-, | , | | , | | -, | , | | | | | | |
|---|---|--|---|---|---|-----|-------|-------------------------------------|--------------------|---|--|---|--|--|--|
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | | | Expiration Date (Month/Day/Year) | | 7. Title and Amount o Securities Underlyin Derivative (Instr. 3 ar | f g Security | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Restricted Stock Units | (4) | 12/06/2013 | | М | | | 2,256 | (5) | (6) | Common Stock | 2,256 | (7) | 2,256 | D | |

Explanation of Responses:

1. Each restricted stock unit represented a contingent right to receive one share of Emcore common stock. Restricted stock units were payable, at the election of the Issuer, in cash, Emcore common stock, or a combination of the two. On December 6, 2013, the Issuer settled the restricted stock units in common stock.

2. All sales were effected pursuant to a 10b5-1 plan previously adopted by the Reporting Person to satisfy the Reporting Person's tax liability in connection with the vesting of restricted stock units that were granted under the Company's 2010 Equity Incentive Plan, which grant was exempt from Section 16b pursuant to Rule 16b-3(d).

3. Shares attributable to EMCORE Corporation 401(k) account as of September 30, 2013.

4. Each restricted stock unit represents a contingent right to receive one share of Emcore common stock. Restricted stock units are payable, at the election of the Issuer, in cash, Emcore common stock, or a combination of the two.

5. 2,256 restricted stock units vested on December 6, 2013.

6. Remaining unvested restricted stock units vest on December 6, 2014. Not later than 30 days after vesting occurs, vested shares of Emcore common stock, an amount in cash equal to their fair market value or a combination of both will be delivered to the Reporting Person.

7. The restricted stock units were awarded to the Reporting Person for no cash or other similar consideration.

Remarks:

<u>/s/ Alfredo Gomez, attorney-in-</u> <u>12/10/2013</u> fact

** 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.