## SEC Form 4

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# 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

#### OMB APPROVAL 3235-0287 OMB Number: Estimated average burden hours per response: 0.5

			or Section 30(h) of the Investment Company Act of 1940		<u>-</u>				
1. Name and Address of Reporting Ferson			2. Issuer Name and Ticker or Trading Symbol <u>EMCORE CORP</u> [ EMKR ]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
GILLEN JOHN	<u>×</u>		[ ]	X	Director	10% Owne			
(Last) (First) C/O EMCORE CORP 10420 RESEARCH ROAD SE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/06/2014		Officer (give title below)	Other (spe below)				
10420 RESEARCH ROAD SE			4. If Amendment, Date of Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Ap Line)				
(Street)				X	Form filed by One Re	porting Person			
ALBUQUERQUE	2 NM	87123			Form filed by More th Person	an One Reportin			
(Citv)	(State)	(Zip)							

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

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1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported		7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	

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

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. Transa Code ( 8)		5. Number Derivativ Securitie Acquired or Dispos of (D) (In 3, 4 and 5	re es I (A) sed str.	6. Date Exerc Expiration Da (Month/Day/N	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	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		Transaction(s) (Instr. 4)		
Phantom Share Credits <sup>(1)</sup>	\$0 <sup>(2)</sup>	01/06/2014		A		7,921 <sup>(2)</sup>		(2)	(3)	Common Stock	7,921	\$0 <sup>(1)</sup>	14,351	D	

#### Explanation of Responses:

1. These phantom share credits were credited to the Reporting Person's account because the Reporting Person elected to defer receipt of shares of common stock that the Reporting Person was entitled to receive for service as a non-employee director pursuant to the EMCORE Corporation 2007 Directors? Stock Award Plan.

2. Each phantom share credit in the Reporting Person?s account entitles the Reporting Person to one share of common stock. The Reporting Person?s account shall be paid out (i) in shares of common stock within 30 days of the Reporting Person ceasing to serve as a director of the Issuer or (ii) immediately prior to a change of control of the Issuer, in shares of common stock or, at the discretion of the board of directors of the Issuer, in cash.

#### 3. Phantom share credits shall not expire.

Remarks:

#### <u>John Gillen</u>

\*\* Signature of Reporting Person

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.

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01/07/2014

Date