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

 $\square$ 

## 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 APPRO              | JVAL      |
|------------------------|-----------|
| OMB Number:            | 3235-0287 |
| Estimated average burg | den       |
| hours per response:    | 0.5       |

| 1. Name and Address of Reporting Person*<br>Lu Albert | *     | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>EMCORE CORP</u> [ EMKR ] |                        | ationship of Reporting Po<br>( all applicable)<br>Director<br>Officer (give title     | erson(s) to Issuer<br>10% Owner<br>Other (specify |
|---|-------|---|------------------------|---|---|
| (Last) (First) (Middle)<br>2015 W. CHESTNUT STREET    |       | 3. Date of Earliest Transaction (Month/Day/Year)<br>12/14/2017                    | X                      | below)<br>Sr. V.P. of Eng   | below)  |
|   | 91803 | 4. If Amendment, Date of Original Filed (Month/Day/Year)                          | 6. Indiv<br>Line)<br>X | ridual or Joint/Group Fili<br>Form filed by One Re<br>Form filed by More th<br>Person | eporting Person                                   |
| (City) (State)  | (Zip) |   |                        |   |   |

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

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transa<br>Code (<br>8) |  |        |               | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |            |
|---------------------------------|--|---|------------------------------|--|--------|---------------|---|---|---|------------|
|                                 |  |   | Code V                       |  | Amount | (A) or<br>(D) | Price   | Transaction(s)<br>(Instr. 3 and 4)                                |   | (11311. 4) |
| Common Stock                    | 12/14/2017                                 |   | М                            |  | 2,118  | A             | (1)   | 8,963   | D   |            |
| Common Stock                    | 12/15/2017                                 |   | S                            |  | 806    | D             | (2)   | 8,157   | D   |            |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of  |       | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|-----|-------|--|--------------------|--|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A) | (D)   | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Restricted<br>Stock<br>Units<br>(RSUs)              | (3)   | 12/14/2017                                 |   | М                            |   |     | 2,118 | (4)  | (4)                | Emcore<br>Common<br>Stock  | 2,118                                  | (1)   | 15,460   | D  |  |

## Explanation of Responses:

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

Reflects aggregate reporting of multiple open market transactions. The price reported is the weighted average sale price of sales ranging from \$6.36 to \$6.45 per share. The Reporting Person hereby undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each price.
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

3. 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 combination of the two.

4. 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 the two will be delivered to the Reporting Person.

**Remarks:** 

Ryan Hochgesang, attorney in

fact

12/18/2017

\*\* 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.