

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM D

Notice of Exempt Offering of Securities

OMB APPROVAL	
OMB Number:	3235-0076
Estimated average burden hours per response:	4.00

1. Issuer's Identity

CIK (Filer ID Number)	Previous Names	X None	Entity Type
0000808326			X Corporation
Name of Issuer			Limited Partnership
EMCORE CORP			Limited Liability Company
Jurisdiction of Incorporation/Organization			General Partnership
NEW JERSEY			Business Trust
Year of Incorporation/Organization			Other (Specify)
X Over Five Years Ago			
Within Last Five Years (Specify Year)			
Yet to Be Formed			

2. Principal Place of Business and Contact Information

Name of Issuer			
EMCORE CORP			
Street Address 1		Street Address 2	
10420 RESEARCH ROAD, SE			
City	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
ALBUQUERQUE	NEW MEXICO	87123	505-332-5000

3. Related Persons

Last Name	First Name	Middle Name
Russell	Thomas	J.
Street Address 1	Street Address 2	
c/o EMCORE Corporation	10420 Research Road, SE	
City	State/Province/Country	ZIP/PostalCode
Albuquerque	NEW MEXICO	87123
Relationship: Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Richards	Reuben	F.
Street Address 1	Street Address 2	
c/o EMCORE Corporation	10420 Research Road, SE	
City	State/Province/Country	ZIP/PostalCode
Albuquerque	NEW MEXICO	87123
Relationship: X Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Bogomolny	Robert	L.
Street Address 1	Street Address 2	
c/o EMCORE Corporation	10420 Research Road, SE	
City	State/Province/Country	ZIP/PostalCode
Albuquerque	NEW MEXICO	87123
Relationship: Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Gillen	John	
Street Address 1	Street Address 2	
c/o EMCORE Corporation	10420 Research Road, SE	
City	State/Province/Country	ZIP/PostalCode
Albuquerque	NEW MEXICO	87123
Relationship: Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Scott	Charles	T.
Street Address 1	Street Address 2	
c/o EMCORE Corporation	10420 Research Road, SE	
City	State/Province/Country	ZIP/PostalCode
Albuquerque	NEW MEXICO	87123
Relationship: Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Hou	Hong	Q.
Street Address 1	Street Address 2	
c/o EMCORE Corporation	10420 Research Road, SE	
City	State/Province/Country	ZIP/PostalCode
Albuquerque	NEW MEXICO	87123
Relationship: X Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
McCorkle	Sherman	
Street Address 1	Street Address 2	
c/o EMCORE Corporation	10420 Research Road, SE	
City	State/Province/Country	ZIP/PostalCode
Albuquerque	NEW MEXICO	87123
Relationship: Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Tegnelia	James	A.
Street Address 1	Street Address 2	
c/o EMCORE Corporation	10420 Research Road, SE	
City	State/Province/Country	ZIP/PostalCode
Albuquerque	NEW MEXICO	87123

Relationship: Executive Officer ☒ Director Promoter

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Weinswig	Mark	
Street Address 1	Street Address 2	
c/o EMCORE Corporation	10420 Research Road, SE	
City	State/Province/Country	ZIP/PostalCode
Albuquerque	NEW MEXICO	87123
Relationship: X Executive Officer Director Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Larocca	Christopher	
Street Address 1	Street Address 2	
c/o EMCORE Corporation	10420 Research Road, SE	
City	State/Province/Country	ZIP/PostalCode
Albuquerque	NEW MEXICO	87123
Relationship: X Executive Officer Director Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Wang	Charlie	
Street Address 1	Street Address 2	
c/o EMCORE Corporation	10420 Research Road, SE	
City	State/Province/Country	ZIP/PostalCode
Albuquerque	NEW MEXICO	87123
Relationship: X Executive Officer Director Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Van Berkel	Monica	
Street Address 1	Street Address 2	
c/o EMCORE Corporation	10420 Research Road, SE	
City	State/Province/Country	ZIP/PostalCode
Albuquerque	NEW MEXICO	87123
Relationship: X Executive Officer Director Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Gomez	Alfredo	
Street Address 1	Street Address 2	
c/o EMCORE Corporation	10420 Research Road, SE	
City	State/Province/Country	ZIP/PostalCode
Albuquerque	NEW MEXICO	87123
Relationship: X Executive Officer Director Promoter		

Clarification of Response (if Necessary):

Agriculture

Banking & Financial Services

Commercial Banking

Insurance

Investing

Investment Banking

Pooled Investment Fund

Is the issuer registered as an investment company under the Investment Company Act of 1940?

Yes No

Other Banking & Financial Services

Business Services

Energy

Coal Mining

Electric Utilities

Energy Conservation

Environmental Services

Oil & Gas

Other Energy

Health Care

Biotechnology

Health Insurance

Hospitals & Physicians

Pharmaceuticals

Other Health Care

Manufacturing

Real Estate

Commercial

Construction

REITS & Finance

Residential

Other Real Estate

Retailing

Restaurants

Technology

Computers

Telecommunications

X Other Technology

Travel

Airlines & Airports

Lodging & Conventions

Tourism & Travel Services

Other Travel

Other

5. Issuer Size

Revenue Range	OR	Aggregate Net Asset Value Range
No Revenues		No Aggregate Net Asset Value
\$1 - \$1,000,000		\$1 - \$5,000,000
\$1,000,001 - \$5,000,000		\$5,000,001 - \$25,000,000
\$5,000,001 - \$25,000,000		\$25,000,001 - \$50,000,000
\$25,000,001 - \$100,000,000		\$50,000,001 - \$100,000,000
X Over \$100,000,000		Over \$100,000,000
Decline to Disclose		Decline to Disclose
Not Applicable		Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

Rule 504(b)(1) (not (i), (ii) or (iii))

Rule 504 (b)(1)(i)

Rule 504 (b)(1)(ii)

Rule 504 (b)(1)(iii)

Rule 505

X Rule 506

Securities Act Section 4(5)

Investment Company Act Section 3(c)

Section 3(c)(1)

Section 3(c)(2)

Section 3(c)(3)

Section 3(c)(4)

Section 3(c)(5)

Section 3(c)(6)

Section 3(c)(7)

Section 3(c)(9)

Section 3(c)(10)

Section 3(c)(11)

Section 3(c)(12)

Section 3(c)(13)

Section 3(c)(14)

7. Type of Filing

X New Notice Date of First Sale 2011-08-16 First Sale Yet to Occur

Amendment

8. Duration of Offering

Does the Issuer intend this offering to last more than one year? ☒ Yes ☐ No

9. Type(s) of Securities Offered (select all that apply)

X Equity

Debt

Option, Warrant or Other Right to Acquire Another Security

Security to be Acquired Upon Exercise of Option, Warrant or

Other Right to Acquire Security

Pooled Investment Fund Interests

Tenant-in-Common Securities

Mineral Property Securities

Other (describe)

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? Yes X No

Clarification of Response (if Necessary):

11. Minimum Investment

Minimum investment accepted from any outside investor \$0 USD

12. Sales Compensation

Recipient

Financial West Group

(Associated) Broker or Dealer X None

None

Recipient CRD Number None

16668

(Associated) Broker or Dealer CRD Number X None

None

Street Address 1**Street Address 2**

4510 East Thousan Oaks Boulevard

City

Westlake Village

State/Province/Country

CALIFORNIA

ZIP/Postal Code

91362

State(s) of Solicitation (select all that apply)

Check "All States" or check individual States ☐ All States ☒ Foreign/non-US

13. Offering and Sales Amounts

Total Offering Amount USD or X Indefinite

Total Amount Sold \$204,142 USD

Total Remaining to be Sold USD or X Indefinite

Clarification of Response (if Necessary):

Pursuant to an agreement, dated August 16, 2011, Issuer may from time to time sell shares of its common stock up to \$50.0 million in the aggregate to Commerce Court Small Cap Value Fund, Ltd. 110,947 commitment shares have been issued to Commerce Court.

14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering.

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

1

15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$500,000 USD X Estimate

Finders' Fees \$0 USD Estimate

Clarification of Response (if Necessary):

Reedland Capital Partners, an Institutional Division of Financial West Group, will act as placement agent, with a commission of 1.00%. Estimated assuming all \$50.0 million of common stock is sold.

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$0 USD Estimate

Clarification of Response (if Necessary):

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
EMCORE CORP	/s/ Alfredo Gomez	Alfredo Gomez	General Counsel & Secretary	2011-08-30

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.

* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.