

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

SCHEDULE 13G

Under the Securities and Exchange Act of 1934

(Amendment No. 1)

EMCORE CORPORATION

(Name of Issuer)

Common Stock, no par value per share
(Title of Class of Securities)

290846104

(CUSIP Number)

Not applicable

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☒ Rule 13d-1(c)

☐ Rule 13d-1(d)

13G

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CUSIP No. 290846104

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

GE CAPITAL EQUITY INVESTMENTS, INC., a Delaware corporation
06-1268495

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a) ☐
(b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

5 SOLE VOTING POWER

0

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH

6

SHARED VOTING POWER

734,512

REPORTING
PERSON
WITH

7

SOLE DISPOSITIVE POWER

0

8

SHARED DISPOSITIVE POWER

734,512

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

734,512

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
[]

NOT APPLICABLE

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

4.34%

12 TYPE OF REPORTING PERSON

CO

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

GENERAL ELECTRIC CAPITAL CORPORATION, a New York corporation
13-1500700

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) []
(b) [x]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

NEW YORK

5 SOLE VOTING POWER

0

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH

6 SHARED VOTING POWER

734,512

REPORTING
PERSON
WITH

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

734,512

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
734,512

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
[]

NOT APPLICABLE

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

4.34%

12 TYPE OF REPORTING PERSON

CO

CUSIP No.

290846104

13G

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1

NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

GENERAL ELECTRIC CAPITAL SERVICES, INC., a Delaware corporation

06-1109503

2

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐

(b) ☒

3

SEC USE ONLY

4

CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

5

SOLE VOTING POWER

DISCLAIMED (SEE 9 BELOW)

6

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH

REPORTING PERSON WITH

SHARED VOTING POWER

DISCLAIMED (SEE 9 BELOW)

7

SOLE DISPOSITIVE POWER

DISCLAIMED (SEE 9 BELOW)

8

SHARED DISPOSITIVE POWER

DISCLAIMED (SEE 9 BELOW)

9

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

BENEFICIAL OWNERSHIP OF ALL SHARES IS DISCLAIMED BY GENERAL ELECTRIC CAPITAL SERVICES, INC.

10

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

☐

NOT APPLICABLE

11

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

NOT APPLICABLE (SEE 9 ABOVE)

12

TYPE OF REPORTING PERSON

CO

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

GENERAL ELECTRIC COMPANY, a New York corporation
14-0689340

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a) ☐
(b) ☒

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
NEW YORK

5 SOLE VOTING POWER

DISCLAIMED (SEE 9 BELOW)

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH

6 SHARED VOTING POWER

DISCLAIMED (SEE 9 BELOW)

REPORTING
PERSON
WITH

7 SOLE DISPOSITIVE POWER

DISCLAIMED (SEE 9 BELOW)

8 SHARED DISPOSITIVE POWER

DISCLAIMED (SEE 9 BELOW)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

BENEFICIAL OWNERSHIP OF ALL SHARES OWNED IS DISCLAIMED BY GENERAL
ELECTRIC COMPANY.

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
☐

NOT APPLICABLE

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

NOT APPLICABLE (SEE 9 ABOVE)

12 TYPE OF REPORTING PERSON

CO

- - - - -

Item 1(a) Name of Issuer:

This statement relates to the Common Stock, no par value per share (the "Common Stock"), of EMCORE Corporation, Inc., a New Jersey corporation (the "Issuer"), which is held by GE Capital Equity Investments, Inc. ("GECEI").

Item 1(b) Address of Issuer's Principal Executive Offices:

The address of the principal executive offices of the Issuer is 394 Elizabeth Avenue, Somerset, New Jersey, 08873.

Item 2 Person Filing:

(a)-(c) This statement is being filed by GECEI, General Electric Company, a New York corporation ("GE"), General Electric Capital Corporation ("GE Capital") and General Electric Capital Services, Inc. ("GECS"). The agreement among each of GECEI, GE Capital, GECS and GE that this statement be filed on behalf of each of them is attached as Exhibit A to the Schedule 13G for EMCORE Corporation dated June 4, 1999.

GECS is a wholly-owned subsidiary of GE, GE Capital is a subsidiary of GECS and GECEI is a subsidiary of GE Capital. GECEI is a Delaware corporation with its principal business office located at 120 Long Ridge Road, Stamford, Connecticut 06927. GE Capital is a New York corporation with its principal business office located at 260 Long Ridge Road, Stamford, Connecticut 06927. GECS is a Delaware corporation with its principal business office located at 260 Long Ridge Road, Stamford, Connecticut 06927. GE is a New York corporation with its principal business office located at 3135 Easton Turnpike, Fairfield, Connecticut 06431.

(d)-(e) This statement relates to the Common Stock of the Issuer, no par value per share. The CUSIP No. for such shares is 290846104.

Item 3 If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), or 13d-1(c) check whether the person filing is a:

Not applicable

Item 4 Ownership:

(a)-(c) The response of GECEI, GE Capital, GECS and GE to Items 5, 6, 7, 8, 9 and 11 of each of their respective Cover Sheets which relate to the beneficial ownership of the Common Stock of the Issuer is incorporated herein by reference. All 734,512 of such shares are owned directly by GECEI.

Each of GECS and GE hereby expressly disclaims the beneficial ownership of any Common Stock of the Issuer directly owned by GECEI.

Item 5 Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [x].

Item 6 Ownership of More than Five Percent on Behalf of Another Person:

Not applicable.

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company:

Not applicable.

Item 8 Identification and Classification of Members of the Group:

Not applicable.

Item 9 Notice of Dissolution of Group:

Not applicable.

Item 10 Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature: After reasonable inquiry and to the best of my knowledge and belief,
- ----- I certify that the information set forth in this statement is true,
complete and correct.

Date: February 14, 2001

GE CAPITAL EQUITY INVESTMENTS, INC.

By: /s/ Jonathan Sprole
Name: Jonathan Sprole
Title: Managing Director and General Counsel

Signature: After reasonable inquiry and to the best of my knowledge and belief,
- ----- I certify that the information set forth in this statement is true,
complete and correct.

Date: February 14, 2001

GENERAL ELECTRIC CAPITAL CORPORATION

By: /s/ Jonathan Sprole
Name: Jonathan Sprole
Title: Department Operations Manager

Signature: After reasonable inquiry and to the best of my knowledge and belief,
- ----- I certify that the information set forth in this statement is true,
complete and correct.

Date: February 14, 2001

GENERAL ELECTRIC CAPITAL SERVICES, INC.

By: /s/ Jonathan Sprole
Name: Jonathan Sprole
Title: Attorney-in-Fact

Signature: After reasonable inquiry and to the best of my knowledge and belief,
- ----- I certify that the information set forth in this statement is true,
complete and correct.

Date: February 14, 2001

GENERAL ELECTRIC COMPANY

By: /s/ Jonathan Sprole
Name: Jonathan Sprole
Title: Attorney-in-Fact

EXHIBIT LIST

EXHIBIT NO.

DESCRIPTION

- | EXHIBIT NO. | DESCRIPTION |
|-------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| A. | Joint Filing Agreement, dated June 3, 1999, among GECEI, GE Capital, GECS and GE to file joint statement on Schedule 13G (incorporated by reference to Schedule 13G for EMCORE Corporation dated June 4, 1999 filed by GECEI, GE Capital, GECS and GE) |
| B. | Power of Attorney of General Electric Capital Services, Inc. |
| C. | Power of Attorney of General Electric Company |

POWER OF ATTORNEY

The undersigned, General Electric Capital Services, Inc., a Delaware corporation (hereinafter referred to as the "Corporation") does hereby make, constitute and appoint the persons listed below as the Corporation's true and lawful agent and attorney-in-fact (hereinafter referred to as the "Attorney") to act either together or alone in the name and on behalf of the Corporation for and with respect to the matters hereinafter described.

Name of Attorney: Michael A. Guadino
Robert O. O'Reilly, Sr.
Murry K. Stegelmann
James Ungari
Preston Abbott
Leon E. Roday
J. Gordon Smith
Michael E. Pralle
Iain MacKay
Jonathan K. Sprole
Barbara J. Gould
Robert L. Lewis
Wendy E. Ormond
Mark F. Mylon

Each Attorney shall have the power and authority to do the following:

To execute and deliver any Schedule 13D, Schedule 13G or Forms 3, 4 and 5 or any amendments thereto required to be filed with the Securities and Exchange Commission under the Securities Exchange Act of 1934 on behalf of the Corporation with regard to any securities owned by the Corporation, General Electric Capital Corporation or any of their subsidiaries;

And, in connection with the foregoing, to execute and deliver all documents, acknowledgments, consents and other agreements and to take such further action as may be necessary or convenient for the Corporation in order to more effectively carry out the intent and purpose of the foregoing.

Agreements, commitments, documents, instruments, and other writings executed by the Attorney in accordance with the terms hereof shall be binding upon the Corporation without attestation and without affixation of the seal of the Corporation. The Power of Attorney conferred hereby shall not be delegable by any Attorney. The Attorney shall serve without compensation for acting in the capacity of agent and attorney-in-fact hereunder.

Unless revoked by the Corporation, this Power of Attorney shall be governed under the laws of the State of New York and the authority of the Attorney hereunder shall terminate on March 31, 2002.

IN WITNESS WHEREOF, the Corporation has caused this Power of Attorney to be executed, attested and its corporate seal to be affixed pursuant to authority granted by the Corporation's board of directors, as of the 22nd day of February, 2000.

General Electric Capital Services, Inc.

By: /s/ Nancy E. Barton
Nancy E. Barton, Senior Vice President

(Corporate Seal)

Attest:

/s/ Brian T. McAnaney
Brian T. McAnaney, Assistant Secretary

POWER OF ATTORNEY

The undersigned, General Electric Company, a New York corporation (hereinafter referred to as the "Corporation") does hereby make, constitute and appoint the persons listed below as the Corporation's true and lawful agent and attorney-in-fact (hereinafter referred to as the "Attorney") to act either together or alone in the name and on behalf of the Corporation for and with respect to the matters hereinafter described.

Name of Attorney:	Joan C. Amble
	Nancy E. Barton
	Jeffrey S. Werner
	Leon E. Roday
	Michael A. Guadino
	Robert O. O'Reilly, Sr.
	Preston Abbott
	Murry K. Stegelmann
	James Ungari
	J. Gordon Smith
	Michael E. Pralle
	Iain MacKay
	Jonathan K. Sprole
	Barbara J. Gould
	Robert L. Lewis
	Wendy E. Ormond
	Mark F. Mylon

Each Attorney shall have the power and authority to do the following:

To execute and deliver any Schedule 13D, Schedule 13G or Forms 3, 4 and 5 or any amendments thereto required to be filed with the Securities and Exchange Commission under the Securities Exchange Act of 1934 on behalf of the Corporation with regard to any securities owned by General Electric Capital Services, Inc., General Electric Capital Corporation or any of their subsidiaries;

And, in connection with the foregoing, to execute and deliver all documents, acknowledgments, consents and other agreements and to take such further action as may be necessary or convenient for the Corporation in order to more effectively carry out the intent and purpose of the foregoing.

Agreements, commitments, documents, instruments, and other writings executed by the Attorney in accordance with the terms hereof shall be binding upon the Corporation without attestation and without affixation of the seal of the Corporation. The Power of Attorney conferred hereby shall not be delegable by any Attorney. The Attorney shall serve without compensation for acting in the capacity of agent and attorney-in-fact hereunder.

Unless sooner revoked by the Corporation, this Power of Attorney shall be governed under the laws of the State of New York and the authority of the Attorney hereunder shall terminate on March 31, 2002.

IN WITNESS WHEREOF, the Corporation has caused this Power of Attorney to be executed, attested and its corporate seal to be affixed pursuant to authority granted by the Corporation's board of directors, as of the 22nd day of February, 2000.

General Electric Company

By: /s/ Philip D. Ameen
Philip D. Ameen, Vice President

(Corporate Seal)

Attest:

/s/ Robert E. Healing
Robert E. Healing, Attesting Secretary