

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 burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Heiks Noel</u> (Last) (First) (Middle) <u>C/O EMCORE CORPORATION</u> <u>2015 CHESTNUT ST.</u> (Street) <u>ALHAMBRA</u> <u>CA</u> <u>91803</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>EMCORE CORP [EMKR]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/18/2021</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting 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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
<u>Common Stock</u>	<u>03/18/2021</u>		<u>M</u>		<u>36,986</u>	<u>A</u>	<u>\$0</u>	<u>47,180</u>	<u>D</u>	
<u>Restricted Stock Units</u>	<u>03/19/2021</u>		<u>A</u>		<u>33,632</u>	<u>A</u>	<u>(1)</u>	<u>80,812</u>	<u>D</u>	

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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 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				
<u>Restricted Stock Units</u>	<u>(2)</u>	<u>03/18/2021</u>		<u>M</u>			<u>36,986</u>	<u>(3)</u>	<u>(3)</u>	<u>Common Stock</u>	<u>36,986</u>	<u>\$0</u>	<u>0</u>	<u>D</u>	

Explanation of Responses:

1. Each restricted stock unit represents a contingent right to receive one share of EMCORE common stock. The restricted stock units were issued pursuant to the EMCORE Corporation 2019 Equity Incentive Plan in accordance with EMCORE's Director Compensation Policy. The restricted stock units vest as to 1/3 of the underlying shares on the earlier of (i) each of the first three anniversaries of the grant date or (ii) the day prior to the Issuer's annual meeting of shareholders for the applicable year, in each case subject to the Reporting Person's continued service as a non-employee director.
2. Each restricted stock unit converts into a share of the Issuer's common stock on a one-for-one basis.
3. On March 20, 2020, the Reporting Person was granted 36,986 restricted stock units, vesting in full on the earlier of (i) the day immediately prior to the Issuer's 2021 annual meeting of shareholders or (ii) March 20, 2021.

Remarks:

Ryan Hochgesang, as attorney-in-fact 03/22/2021

** 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.