## U.S. SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

FORM 4

OMB APPROVAL
OMB Number: 3235-0287

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding
Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

- ( ) Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- 1. Name and Address of Reporting Person\*

Last, First, Middle: Constance, Thomas E.

Street: Longwood Road

City, State, Zip: Sand Point, NY 18050

- 2. Issuer Name and Ticker or Trading Symbol: EMCORE Corporation EMKR
- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- 4. Statement for Month/Year: December 1997
- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

( x ) Director ( ) 10% Owner
( ) Officer (give title below) ( ) Other (specify below)

- 7. Individual or Joint/Group Filing (Check Applicable Line)
  - ( x ) Form filed by One Reporting Person
    ( ) Form filed by More than One Reporting Person
- \* If the form is filed by more than one reporting person, see Instruction  $4\,\mbox{(b)}\,\mbox{(v)}\,.$

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

	1. Title of Security (Instr. 3)	2.	Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)			<pre>4. Securities Acquired (A)   or Disposed of (D)   (Instr. 3, 4, and 5)</pre>				
				Code	e V	7 ]	Amount	(A) (D)	or	Price	
(1)	Common Stock		12/9/97	Ç	J(1)		162		А		\$18.50
	1. Title of Security (Instr. 3)		Table I 5. Amount of Se Beneficially at End of Mo (Instr. 3 an	curiti Owned	ies 6.	Direct	ship Form: t (D) or ect (I) r. 4)	7.	Benef	e of Ind icial Ow r. 4)	

162 D

(1) Grant pursuant to Directors' Stock Award Plan

(1) Common Stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

## 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. Conver- sion or Exercise Price of Date Priv- Day/ ative Security  3. Trans- 4. Transa tion of tion of Daya (Instr	Code ative Securities			
		Code	V (A) (D)			
(1)						
	1. Title of Derivative Security (Instr. 3)	Table II Continued  6. Date Exercisable and Expiration Date (Month/Day/Year)  7. Title and Amount of Underlying Securities (Instr. 3 and 4)				
(1)		Date Expiration Exercisable Date	Amount or Number of Title Shares			
(1)						
	1. Title of Derivative Security (Instr. 3)	Table II Continued  8. Price of 9. Number of Derivative Security Securities (Instr. 5) Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Indirect Derivative Beneficial Security: Ownership Direct (D) or Indirect (I) (Instr. 4)			

(1)

Explanation of Responses:

Name of Reporting Person: Thomas E. Constance

By /s/ Thomas G. Werthan January 9, 1997
\*\*Signature of Reporting Person Date

Name: Thomas G. Werthan Title: Attorney-in-Fact

 $^{\star\star}$  Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

File three copies of this Form, one of which must be manually Note: signed. If space provided is insufficient, see Instruction 6 for

procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.