HOU HONG Q Form 4

February 06, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

Check this box

Form 5
obligations
may continue.
See Instruction

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(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * HOU HONG Q			2. Issuer Name and Ticker or Trading Symbol EMCORE CORP [EMKR]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) (First) (Middle) 10420 RESEARCH ROAD, SE, ALBUQUERQUE, NM 87123			3. Date of Earliest Transaction (Month/Day/Year) 01/30/2012					_X_ Director 10% Owner _X_ Officer (give title Other (specify below) CEO & President		
(City)	(Street)	(Zip)	Filed(Mon	endment, Da	·)			6. Individual or Jo Applicable Line) _X_ Form filed by O Form filed by M Person uired, Disposed of	One Reporting Performs than One Re	rson porting
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year		ned Date, if	3.	4. Securit or(A) or Dis (Instr. 3, 4)	ies Ac	quired of (D)	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)
Common Stock	01/30/2012			S	20,034	D	1.118	320,489 (2)	D	
Emcore Common Stock								22,689	I	By Trust 401(k)

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

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SEC 1474

(9-02)

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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. Transacti Code (Instr. 8)	5. Number of iorDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day	Pate	7. Title and A Underlying S (Instr. 3 and	Securities	8. I De Sec (In
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0 (5)	01/30/2012		A	95,000	<u>(1)</u>	<u>(1)</u>	Emcore Common Stock	95,000	9

Reporting Owners

Reporting Owner Name / Address	Relationships						
<u>.</u> 9	Director	10% Owner	Officer	Other			
HOU HONG Q							
10420 RESEARCH ROAD, SE ALBUQUERQUE, NM 87123	X		CEO & President				

Signatures

Alfredo Gomez, attorney-in-fact 02/06/2012

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- The restricted stock units vest in four equal installments as follows: February 14, 2012 and January 30, 2013; January 30, 2014, and (1) January 30, 2015. 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 both will be delivered to the reporting person.
- (2) Includes 100,000 shares of restricted stock granted under the Company's 2010 Equity Incentive Plan, vesting in two equal annual installments beginning on January 28, 2013.
- (3) 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 (4) from \$1.06 to \$1.12 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.
- (5) Each restricted stock unit represents a contingent right to receive one share of Emcore common stock. Restricted stock units are payable, at the election of the issuer, in cash, Emcore common stock, or a combination of the two.

Note: File three copies of this Form, one of which must be manually signed. If space 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.

Reporting Owners 2