

EMCORE CORP
Form 4
November 24, 2015

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Becker Steven R

(Last) (First) (Middle)

C/O NORTHERN RIGHT
CAPITAL MANAGEMENT,, L.P.
500 CRESCENT COURT, SUITE
230

(Street)

DALLAS, TX 75201

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EMCORE CORP [EMKR]

3. Date of Earliest Transaction
(Month/Day/Year)
11/20/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 or Price | | | | |
| Common Stock | 11/20/2015 | | S | | 28,319 (4) | D | \$ 7.331 635,769 | I | See footnotes (1) (5) |
| Common Stock | 11/23/2015 | | S | | 50,889 (4) | D | \$ 7.3317 584,880 | I | See footnotes (1) (5) |
| Common Stock | 11/24/2015 | | S | | 32,083 (4) | D | \$ 7.3023 552,797 | I | See footnotes (1) (5) |

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| | | | | | | | | |
|--------------|------------|---|---------------|---|-----------|---------|-------|-----------------------|
| Common Stock | 11/20/2015 | S | 40,443 (4) | D | \$ 7.331 | 906,878 | I | See footnotes (2) (5) |
| Common Stock | 11/23/2015 | S | 72,675 (4) | D | \$ 7.3317 | 834,203 | I | See footnotes (2) (5) |
| Common Stock | 11/24/2015 | S | 45,819 (4) | D | \$ 7.3023 | 788,384 | I | See footnotes (2) (5) |
| Common Stock | 11/20/2015 | S | 23,974 (4) | D | \$ 7.331 | 537,849 | I | See footnotes (3) (5) |
| Common Stock | 11/23/2015 | S | 43,081 (4) | D | \$ 7.3317 | 494,768 | I | See footnotes (3) (5) |
| Common Stock | 11/24/2015 | S | 27,161 (4) | D | \$ 7.3023 | 467,607 | I | See footnotes (3) (5) |
| Common Stock | | | | | | 7,576 | D (6) | |

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Becker Steven R C/O NORTHERN RIGHT CAPITAL MANAGEMENT, L.P. 500 CRESCENT COURT, SUITE 230 DALLAS, TX 75201 | X | | | |

Signatures

/s/ Steven R.
Becker

11/24/2015

**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).
- (1) Represents Common Stock of the Issuer directly held by Northern Right Capital (QP), L.P. ("NRC QP").
- (2) Represents Common Stock of the Issuer directly held by Becker Drapkin Partners SLV, Ltd. ("BD SLV").
- (3) Represents Common Stock of the Issuer directly held by a managed account on behalf of an investment advisory client (the "Managed Account") of Northern Right Capital Management, L.P. ("NRC Management").
- (4) Sold pursuant to a 10b5-1 plan.
- (5) Mr. Becker may be deemed to beneficially own such Common Stock as he is a member of BC Advisors, LLC, which is the general partner of NRC Management (of which Mr. Becker is a limited partner), and NRC Management is the general partner of, and investment manager for, NRC QP, and the investment manager of each of BD SLV and the Managed Account. Mr. Becker disclaims beneficial ownership in such Common Stock except to the extent of his pecuniary interest therein.
- (6) These shares are directly held by Mr. Becker and were acquired pursuant to the EMCORE Corporation 2007 Directors' Stock Award Plan for Mr. Becker's service as a non-employee director.

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.