

EMCORE CORP

Form 4

November 04, 2015

**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 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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burden hours per  
response... 0.5

(Print or Type Responses)

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

(Last) (First) (Middle)

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)

11/02/2015

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	(A) or (D)	Price		
Common Stock	11/02/2015		J		173,453	D	\$ 0 25,750	I	See footnotes <u>(1)</u> <u>(5)</u> <u>(6)</u>
Common Stock	11/02/2015		J		25,750	D	\$ 0 0	I	See footnotes <u>(1)</u> <u>(5)</u> <u>(6)</u>
Common Stock	11/02/2015		J		774,867	D	\$ 0 639,037	I	See footnotes <u>(2)</u> <u>(5)</u> <u>(6)</u>
Common Stock	11/02/2015		J		25,250	A	\$ 0 664,787	I	See footnotes

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								(2) (5) (6)
Common Stock	11/02/2015	J	173,453	A	\$ 0	173,453	I	See footnotes (3) (5) (6)
Common Stock	11/02/2015	J	774,867	A	\$ 0	948,320	I	See footnotes (3) (5) (6)
Common Stock						562,415	I	See footnotes (4) (6)
Common Stock						7,576	D (7)	

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

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SEC 1474  
(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 Following Transaction (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 500 CRESCENT COURT, SUITE 230 DALLAS, TX 75201	X

## Signatures

STEVEN R. BECKER, /s/ Steven R.  
Becker

11/04/2015

\_\_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 Becker Drapkin Partners, L.P. ("Becker Drapkin, L.P.").
- (2) Represents Common Stock of the Issuer directly held by Northern Right Capital (QP), L.P. (f/k/a Becker Drapkin Partners (QP), L.P.) ("NRC QP").
- (3) Represents Common Stock of the Issuer directly held by Becker Drapkin Partners SLV, Ltd. ("BD SLV").
- (4) 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. (f/k/a Becker Drapkin Management, L.P.) ("NRC Management").

- Pursuant to Rule 16a-13 of the Securities Exchange Act of 1934, on November 2, 2015, as part of an internal restructuring of the entities managed by NRC Management, (i) NRC QP transferred 774,867 shares of Common Stock to BD SLV, (ii) Becker Drapkin, L.P. transferred 173,453 shares of Common Stock to BD SLV and (iii) Becker Drapkin, L.P. transferred 25,750 shares of Common Stock to NRC QP, in each case in exchange for interests of the applicable transferee.
- (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)

- (7) 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.

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