

Campbell Paul C
Form 4
January 03, 2013

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Campbell Paul C

(Last) (First) (Middle)

C/O EMAGIN CORPORATION, 3006 NORTHUP WAY, #103

(Street)

BELLEVUE, WA 98004

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EMAGIN CORP [EMAN]

3. Date of Earliest Transaction (Month/Day/Year)
12/31/2012

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)
CFO & Treasurer

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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
| | | | | (A) or (D) | Code | V | Amount | (D) | Price |

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 | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) | (Instr. 3 and 4) | | | | |
|------------------------------|--|----------------------|-----------------|---|------------------|------------------|---------------------------|-----------------|--------------|----------------------|
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Stock Options (Right to buy) | \$ 3.57 | 12/31/2012 | A | | 70,172 | | 12/31/2013 ⁽¹⁾ | 12/31/2017 | Common Stock | 70,172 |
| Stock Options (Right to buy) | \$ 3.02 | | | | | | ⁽²⁾ | 05/08/2017 | Common Stock | 56,850 |
| Stock Options (Right to buy) | \$ 1.94 | | | | | | ⁽³⁾ | 03/03/2017 | Common Stock | 22,730 |
| Stock Options (Right to buy) | \$ 7.79 | | | | | | ⁽⁴⁾ | 03/15/2016 | Common stock | 27,410 |
| Stock Options (Right to buy) | \$ 3.59 | | | | | | ⁽⁵⁾ | 03/13/2017 | Common stock | 17,000 |
| Stock Options (Right to buy) | \$ 1.09 | | | | | | ⁽⁶⁾ | 05/08/2014 | Common Stock | 107,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Campbell Paul C C/O EMAGIN CORPORATION 3006 NORTHUP WAY, #103 BELLEVUE, WA 98004 | | | CFO & Treasurer | |

Signatures

/s/ Paul C. Campbell
01/03/2013

__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) All will vest on 12/31/2013
- (2) All options were fully vested on 12/31/2012
- (3) All options were fully vested on 3/03/2011.
- (4) 1/3 vested on 3/15/2012, 1/3 will vest on 3/15/2013, and 1/3 will vest on 3/15/2014.
- (5) 1/3 will vest on 3/13/2013, 1/3 will vest on 3/13/2014, and 1/3 will vest on 3/13/2015.
- (6) All options were fully vested as of 5/8/2011
- (7) Granted to Reporting Person directly from Issuer pursuant to Reporting Person's employment Agreement.

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.