

MASSIE SCOTT  
Form 4  
February 08, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
MASSIE SCOTT

(Last) (First) (Middle)

C/O EMCORE CORPORATION, 145 BELMONT DRIVE

(Street)

SOMERSET, NJ 08873

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
02/06/2006

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)  
Chief Operating Officer

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)
				(A) or (D)	Price		
Emcore Common Stock	02/06/2006		S	484	D \$ 8.78	500 <sup>(1)</sup>	D
Emcore Common Stock	02/06/2006		S	500	D \$ 8.7808	0	D
Emcore Common Stock	02/06/2006		M	10,000	A \$ 2.63	10,000	D
Emcore Common Stock	02/06/2006		S	10,000	D \$ 8.7	0	D

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Common Stock							
Emcore Common Stock	02/16/2006	M	40,516	A	\$ 2.85	40,516	D
Emcore Common Stock	02/06/2006	S	40,516	D	\$ 8.7	0	D
Emcore Common Stock	02/06/2006	M	800	A	\$ 2.85	800	D
Emcore Common Stock	02/06/2006	S	800	D	\$ 8.8	0	D
Emcore Common Stock	02/06/2006	M	1,600	A	\$ 2.85	1,600	D
Emcore Common Stock	02/06/2006	S	1,600	D	\$ 8.81	0	D
Emcore Common Stock	02/06/2006	M	200	A	\$ 2.85	200	D
Emcore Common Stock	02/06/2006	S	200	D	\$ 8.75	0	D
Emcore Common Stock	02/06/2006	M	200	A	\$ 2.85	200	D
Emcore Common Stock	02/06/2006	S	200	D	\$ 8.77	0	D
Emcore Common Stock	02/06/2006	M	700	A	\$ 2.85	700	D
Emcore Common Stock	02/06/2006	S	700	D	\$ 8.74	0	D
Emcore Common Stock	02/06/2006	M	600	A	\$ 2.85	600	D
Emcore Common Stock	02/06/2006	S	600	D	\$ 8.79	0	D

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Emcore Common Stock	02/06/2006		M	500	A	\$ 2.85	500		D	
Emcore Common Stock	02/06/2006		S	500	D	\$ 8.78	0		D	
Emcore Common Stock	02/06/2006		M	2,492	A	\$ 2.85	2,492		D	
Emcore Common Stock	02/06/2006		S	2,492	D	\$ 8.71	0		D	
Emcore Common Stock	02/06/2006		M	1,992	A	\$ 2.85	1,992		D	
Emcore Common Stock	02/06/2006		S	1,992	D	\$ 8.73	0		D	
Emcore Common Stock	02/06/2006		M	400	A	\$ 2.85	400		D	
Emcore Common Stock	02/06/2006		S	400	D	\$ 8.72	0		D	
Common Stock							302		I	by 401(k) Plan

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)			
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Employee Stock Option (right to buy)	\$ 2.63	02/06/2006	M	10,000	<u>(2)</u>	05/18/2014	Common Stock	10,000
Employee Stock Option (right to buy)	\$ 2.85	02/06/2006	M	50,000	<u>(3)</u>	09/16/2012	Common Stock	50,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MASSIE SCOTT C/O EMCORE CORPORATION 145 BELMONT DRIVE SOMERSET, NJ 08873			Chief Operating Officer	

## Signatures

/s/ Scott Massie                      02/08/2006

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) Mr. Massie acquired 984 shares on December 30, 2005 through his participation in the Company's Employee Stock Purchase Plan.
- (2) This grant vests in four equal installments beginning on May 18, 2005
- (3) This option vests in three equal installments beginning on September 16, 2003

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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