

EMCOR GROUP INC
Form 4
November 03, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
CAMMAKER SHELDON I

(Last) (First) (Middle)
301 MERRITT SEVEN

(Street)

NORWALK, CT 06851

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EMCOR GROUP INC [EME]

3. Date of Earliest Transaction
(Month/Day/Year)
10/31/2014

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)
EVP, Gen Counsel & Secretary

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	10/31/2014		M	10,000 A \$ 11.27	95,973	D	
Common Stock	10/31/2014		A	73 ⁽¹⁾ A \$ 0	96,046	D	
Common Stock	10/31/2014		S	100 D \$ 43.87	95,946	D	
Common Stock	10/31/2014		S	600 D \$ 43.9	95,346	D	
Common Stock	10/31/2014		S	1,300 D \$ 43.91	94,046	D	

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Common Stock	10/31/2014	S	200	D	\$ 43.95	93,846	D
Common Stock	10/31/2014	S	1,520	D	\$ 43.96	92,326	D
Common Stock	10/31/2014	S	100	D	\$ 43.97	92,226	D
Common Stock	10/31/2014	S	100	D	\$ 43.98	92,126	D
Common Stock	10/31/2014	S	400	D	\$ 43.99	91,726	D
Common Stock	10/31/2014	S	300	D	\$ 44.01	91,426	D
Common Stock	10/31/2014	S	100	D	\$ 44.02	91,326	D
Common Stock	10/31/2014	S	100	D	\$ 44.04	91,226	D
Common Stock	10/31/2014	S	180	D	\$ 44.05	91,046	D
Common Stock	10/31/2014	S	2,100	D	\$ 43.85	88,946	D
Common Stock	10/31/2014	S	1,100	D	\$ 43.86	87,846	D
Common Stock	10/31/2014	S	400	D	\$ 43.87	87,446	D
Common Stock	10/31/2014	S	1,300	D	\$ 43.88	86,146	D
Common Stock	10/31/2014	S	100	D	\$ 43.89	86,046 ⁽²⁾	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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,	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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and 5)

	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Options (right to buy)							Common Stock		
	\$ 11.27		10/31/2014		M	10,000	(3)	01/02/2015	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CAMMAKER SHELDON I 301 MERRITT SEVEN NORWALK, CT 06851			EVP, Gen Counsel & Secretary	

Signatures

Sheldon I.
Cammaker 11/03/2014

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).
- Represents restricted stock units ("RSUs") issued in respect of already outstanding RSUs as a consequence of a dividend paid on the
- (1) Company's common stock on October 31, 2014. The RSUs issued on October 31, 2014 are subject to the same vesting and forfeiture provisions as the RSUs in respect of which they have been issued.
 - (2) Includes shares issuable in respect of restricted stock units.
 - (3) 1/3 exercisable on 1/03/2006; 1/3 exercisable on 1/03/2007; 1/3 exercisable on 1/03/2008.

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.