

EMCOR GROUP INC
Form 4
November 03, 2014

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 *
CAMMAKER SHELDON I

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

(Street)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, Gen Counsel & Secretary

NORWALK, CT 06851

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 | 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.

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

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.