

EMCOR GROUP INC  
Form 4  
April 02, 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 \*  
**POMPA MARK A**

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**

3. Date of Earliest Transaction (Month/Day/Year)  
**04/01/2014**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**EVP & CFO**

(Street)  
**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)
				(A) or (D) Code V Amount Price			
Common Stock	04/01/2014		M	10,120 A \$ 11.27	85,782	D	
Common Stock	04/01/2014		S	100 D \$ 46.51	85,682	D	
Common Stock	04/01/2014		S	100 D \$ 46.55	85,582	D	
Common Stock	04/01/2014		S	100 D \$ 46.59	85,482	D	
Common Stock	04/01/2014		S	100 D \$ 46.6	85,382	D	

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Common Stock	04/01/2014	S	200	D	\$ 46.63	85,182	D
Common Stock	04/01/2014	S	100	D	\$ 46.64	85,082	D
Common Stock	04/01/2014	S	100	D	\$ 46.67	84,982	D
Common Stock	04/01/2014	S	200	D	\$ 46.69	84,782	D
Common Stock	04/01/2014	S	100	D	\$ 46.71	84,682	D
Common Stock	04/01/2014	S	100	D	\$ 46.73	84,582	D
Common Stock	04/01/2014	S	120	D	\$ 46.74	84,462	D
Common Stock	04/01/2014	S	100	D	\$ 46.75	84,362	D
Common Stock	04/01/2014	S	200	D	\$ 46.76	84,162	D
Common Stock	04/01/2014	S	300	D	\$ 46.77	83,862	D
Common Stock	04/01/2014	S	300	D	\$ 46.78	83,562	D
Common Stock	04/01/2014	S	468	D	\$ 46.79	83,094	D
Common Stock	04/01/2014	S	549	D	\$ 46.8	82,545	D
Common Stock	04/01/2014	S	1,006	D	\$ 46.81	81,539	D
Common Stock	04/01/2014	S	554	D	\$ 46.82	80,985	D
Common Stock	04/01/2014	S	760	D	\$ 46.83	80,225	D
Common Stock	04/01/2014	S	600	D	\$ 46.84	79,625	D
Common Stock	04/01/2014	S	978	D	\$ 46.85	78,647	D
Common Stock	04/01/2014	S	245	D	\$ 46.86	78,402	D
Common Stock	04/01/2014	S	363	D	\$ 46.87	78,039	D
	04/01/2014	S	377	D		77,662	D

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Common Stock					\$				46.88
Common Stock	04/01/2014		S	400	D	\$	77,262		46.89
Common Stock	04/01/2014		S	100	D	\$	77,162		46.9
Common Stock	04/01/2014		S	600	D	\$	76,562 <sup>(1)</sup> <sup>(2)</sup>		46.92

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 Options (right to buy)	\$ 11.27	04/01/2014		M	10,120	<sup>(3)</sup> 01/02/2015	Common Stock 10,120

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
POMPA MARK A 301 MERRITT SEVEN NORWALK, CT 06851			EVP & CFO	

## Signatures

Mark A. Pompa                      04/02/2014  
 \*\*Signature of                      Date  
 Reporting Person

## 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) Includes shares issuable in respect of restricted stock units.
- (2) Transactions are continued on a Form 4 filed contemporaneously herewith.
- (3) 1/3 exercisable on 1/3/2006; 1/3 exercisable on 1/3/2007; 1/3 exercisable on 1/3/2008.

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.