

EMCOR GROUP INC
Form 4/A
July 29, 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

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/01/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP & CFO

NORWALK, CT 06851

4. If Amendment, Date Original Filed(Month/Day/Year)
07/03/2014

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 (A) or (D) Price | | | |
| Common Stock | 07/01/2014 | | S | 100 D \$ 45.665 | 79,662 ⁽¹⁾ | D | |
| Common Stock | 07/01/2014 | | S | 137 D \$ 45.68 | 79,525 | D | |
| Common Stock | 07/01/2014 | | S | 100 D \$ 45.685 | 79,425 | D | |
| Common Stock | 07/01/2014 | | S | 200 D \$ 45.69 | 79,225 | D | |
| Common Stock | 07/01/2014 | | S | 100 D \$ 45.71 | 79,125 | D | |

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| | | | | | | | |
|--------------|------------|---|-----|---|-----------|--------------------------------------|---|
| Common Stock | 07/01/2014 | S | 163 | D | \$ 45.73 | 78,962 | D |
| Common Stock | 07/01/2014 | S | 100 | D | \$ 45.75 | 78,862 | D |
| Common Stock | 07/01/2014 | S | 198 | D | \$ 45.8 | 78,664 | D |
| Common Stock | 07/01/2014 | S | 2 | D | \$ 45.825 | 78,662 | D |
| Common Stock | 07/01/2014 | S | 100 | D | \$ 45.84 | 78,562 | D |
| Common Stock | 07/01/2014 | S | 200 | D | \$ 45.87 | 78,362 | D |
| Common Stock | 07/01/2014 | S | 100 | D | \$ 45.875 | 78,262 | D |
| Common Stock | 07/01/2014 | S | 98 | D | \$ 45.88 | 78,164 | D |
| Common Stock | 07/01/2014 | S | 2 | D | \$ 45.9 | 78,162 | D |
| Common Stock | 07/01/2014 | S | 100 | D | \$ 45.92 | 78,062 | D |
| Common Stock | 07/01/2014 | S | 100 | D | \$ 45.95 | 77,962 | D |
| Common Stock | 07/01/2014 | S | 100 | D | \$ 45.96 | 77,862 | D |
| Common Stock | 07/01/2014 | S | 100 | D | \$ 45.97 | 77,762 | D |
| Common Stock | 07/01/2014 | S | 100 | D | \$ 46.01 | 77,662 | D |
| Common Stock | 07/01/2014 | S | 100 | D | \$ 46.04 | 77,562 ⁽²⁾ ⁽³⁾ | 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 | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned |
|--------------------------------------------|------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------|----------------------------------------------------------|----------------------------------------------|--------------------------------------------|-------------------------------------------------------|
|--------------------------------------------|------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------|----------------------------------------------------------|----------------------------------------------|--------------------------------------------|-------------------------------------------------------|

| Derivative Security | Code | V | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | (Instr. 3 and 4) |
|---------------------|------|---|-----------------------------------------------------------------|-----|------------------|-----------------|-------|----------------------------|------------------|
| | | | (A) | (D) | | | | | |

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 07/29/2014
 __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) These transactions are a continuation of the transactions reported on a Form 4 filed contemporaneously herewith.
 This amendment is being filed to correct the amount of securities beneficially owned by the reporting person following the reported transactions to include 10,120 shares acquired upon the exercise of options. The exercise of options was previously reported in the original filing but the amount in column 5 of Table 1 of the original filing did not reflect the shares acquired upon the exercise of such options.
- (2) Includes shares issuable in respect of restricted stock units.
- (3) Includes shares issuable in respect of restricted stock units.

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