## Edgar Filing: EMCOR GROUP INC - Form 4

EMCOR GRO	OUP INC											
Form 4												
May 01, 2012												
FORM	Δ								PPROVAL			
	UNITEDS	TATES SECUE Wa	RITIES AI shington, ]			NGE (	COMMISSION	OMB Number:	3235-0287			
Check this if no longe subject to Section 16	GES IN E SECURI		Expires: Estimated a burden hou									
Form 4 or Form 5 obligations may contir <i>See</i> Instruc 1(b).	Filed purs Section 17(a	uant to Section 1 ) of the Public U 30(h) of the In	tility Hold	ing Com	pany	Act o	f 1935 or Sectio	response	•			
(Print or Type Re	esponses)											
MACINNIS FRANK T Symbol EMCOR			Name and Ticker or Trading R GROUP INC [EME]				5. Relationship of Reporting Person(s) to Issuer					
				-	٩٢٢٦		(Check all applicable)					
		(Month/I	3. Date of Earliest Transaction (Month/Day/Year) 04/30/2012					ector 10% Owner icer (give title Other (specify below)				
			mendment, Date Original Ionth/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>					
NORWALK,	CT 06851							More than One Re				
(City)	(State) (2	Zip) Tab	e I - Non-De	erivative S	ecuri	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or			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)			
Common Stock	04/30/2012		Code V A	Amount 128 (1)		Price \$ 0	896,975 <u>(2)</u>	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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transac Code (Instr. 8	ction 3) I S A ( 1 0 0 0 0 0	5. ionNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	V (	(A) (	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Addr	ess	Relationships							
	Director	10% Owner	Officer	Other					
MACINNIS FRANK T									
<b>301 MERRITT SEVEN</b>	Х								
NORWALK, CT 06851									
Signatures									
Frank T. MacInnis	05/01/2012								
**Signature of	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 outstanding RSUs as a consequence of a dividend paid on the Company's
(1) common stock on April 30, 2012. The RSUs issued on April 30, 2012 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.

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.

**Reporting Person**