

EMCOR GROUP INC

Form 4

August 27, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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Number: 3235-0287
Expires: January 31,
2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MACINNIS FRANK T

(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)
08/24/2007

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)

Chairman & CEO

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)
Common Stock	08/24/2007		M	100,000	A \$ 4.938	556,366	D
Common Stock	08/24/2007		S	400	D \$ 31.39	555,966	D
Common Stock	08/24/2007		S	600	D \$ 31.4	555,366	D
Common Stock	08/24/2007		S	200	D \$ 31.43	555,166	D
Common Stock	08/24/2007		S	1,000	D \$ 31.46	554,166	D

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Common Stock	08/24/2007	S	1,000	D	\$ 31.5	553,166	D
Common Stock	08/24/2007	S	1,200	D	\$ 31.52	551,966	D
Common Stock	08/24/2007	S	1,800	D	\$ 31.53	550,166	D
Common Stock	08/24/2007	S	2,700	D	\$ 31.54	547,466	D
Common Stock	08/24/2007	S	300	D	\$ 31.55	547,166	D
Common Stock	08/24/2007	S	200	D	\$ 31.56	546,966	D
Common Stock	08/24/2007	S	2,600	D	\$ 31.57	544,366	D
Common Stock	08/24/2007	S	1,700	D	\$ 31.58	542,666	D
Common Stock	08/24/2007	S	100	D	\$ 31.59	542,566	D
Common Stock	08/24/2007	S	3,500	D	\$ 31.61	539,066	D
Common Stock	08/24/2007	S	2,600	D	\$ 31.63	536,466	D
Common Stock	08/24/2007	S	1,500	D	\$ 31.64	534,966	D
Common Stock	08/24/2007	S	3,000	D	\$ 31.66	531,966	D
Common Stock	08/24/2007	S	700	D	\$ 31.67	531,266	D
Common Stock	08/24/2007	S	200	D	\$ 31.68	531,066	D
Common Stock	08/24/2007	S	3,500	D	\$ 31.69	527,566	D
Common Stock	08/24/2007	S	1,900	D	\$ 31.7	525,666	D
Common Stock	08/24/2007	S	2,000	D	\$ 31.71	523,666	D
Common Stock	08/24/2007	S	1,300	D	\$ 31.72	522,366	D
Common Stock	08/24/2007	S	4,200	D	\$ 31.73	518,166	D
	08/24/2007	S	700	D		517,466	D

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Common Stock					\$ 31.75		
Common Stock	08/24/2007	S	2,500	D	\$ 31.77	514,966	D
Common Stock	08/24/2007	S	200	D	\$ 31.78	514,766	D
Common Stock	08/24/2007	S	200	D	\$ 31.8	514,566	D
Common Stock	08/24/2007	S	4,300	D	\$ 31.81	510,266 ⁽¹⁾ ₍₂₎	D

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

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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, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount
Non-Employee Stock Option (right to buy)	\$ 4.938	08/24/2007		M	100,000	⁽³⁾ 11/20/2007	Common Stock 10

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MACINNIS FRANK T 301 MERRITT SEVEN NORWALK, CT 06851	X		Chairman & CEO	

Signatures

Frank T. MacInnis 08/27/2007

**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).

- (1) The number of shares reported herein represents an adjustment required by the 2-for-1 stock split of the Company's common stock (the "Common Stock") effected July 9, 2007. This number also includes shares issuable with respect to restricted stock units.
- (2) Transactions are continued on a separate Form 4 filed contemporaneously herewith.

Options became exercisable in four equal installments, on the dates that the closing price on the New York Stock Exchange of a share of

- (3) Common Stock hit the following target prices: \$6.25; \$7.50; \$8.75; and \$10.00 (in each case, as adjusted for each of the 2-for-1 stock splits of the Common Stock effected February 10, 2006 and July 9, 2007, respectively).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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