#### **EMCOR GROUP INC**

Form 4/A March 02, 2006

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 4 or

Symbol

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

2. Issuer Name and Ticker or Trading

1(b).

Form 5

obligations

(Print or Type Responses)

HAMM RICHARD F JR

1. Name and Address of Reporting Person \*

			EMCOR GROUP INC [EME]			(Check all applicable)				
(Last) 3005 FIRST	(First)  T AVENUE	(Middle)	3. Date of (Month/D) 02/24/20	•	ansaction			_X_ Director Officer (give below)	10%	Owner er (specify
Fil			4. If Amendment, Date Original Filed(Month/Day/Year) 02/27/2006					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Executio any		3. Transactic Code (Instr. 8)	(Instr. 3,	ispose 4 and (A) or	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
Common Stock	02/24/2006			M	6,000	A	\$ 11.06	7,380 <u>(1)</u>	D	
Common Stock	02/24/2006			M	6,000	A	\$ 13.56	13,380	D	
Common Stock	02/24/2006			M	6,200	A	\$ 23.18	19,580	D	
Common Stock	02/24/2006			S	500	D	\$ 43	19,080	D	
Common Stock	02/24/2006			S	100	D	\$ 43.01	18,980	D	
	02/24/2006			S	200	D		18,780	D	

**OMB APPROVAL** 

3235-0287

January 31,

2005

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Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

Issuer

Estimated average

burden hours per

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Common Stock					\$ 43.02		
Common Stock	02/24/2006	S	400	D	\$ 43.05	18,380	D
Common Stock	02/24/2006	S	100	D	\$ 43.07	18,280	D
Common Stock	02/24/2006	S	300	D	\$ 43.08	17,980	D
Common Stock	02/24/2006	S	300	D	\$ 43.1	17,680	D
Common Stock	02/24/2006	S	200	D	\$ 43.11	17,480	D
Common Stock	02/24/2006	S	200	D	\$ 43.18	17,280	D
Common Stock	02/24/2006	S	300	D	\$ 43.25	16,980	D
Common Stock	02/24/2006	S	500	D	\$ 43.26	16,480	D
Common Stock	02/24/2006	S	100	D	\$ 43.29	16,380	D
Common Stock	02/24/2006	S	1,300	D	\$ 43.31	15,080	D
Common Stock	02/24/2006	S	400	D	\$ 43.32	14,680	D
Common Stock	02/24/2006	S	700	D	\$ 43.33	13,980	D
Common Stock	02/24/2006	S	100	D	\$ 43.37	13,880	D
Common Stock	02/24/2006	S	1,000	D	\$ 43.44	12,880	D
Common Stock	02/24/2006	S	500	D	\$ 43.47	12,380	D
Common Stock	02/24/2006	S	200	D	\$ 43.48	12,180	D
Common Stock	02/24/2006	S	700	D	\$ 43.5	11,480	D
Common Stock	02/24/2006	S	600	D	\$ 43.52	10,880	D
Common Stock	02/24/2006	S	1,100	D	\$ 43.54	9,780	D
	02/24/2006	S	200	D		9,580	D

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Common Stock					\$ 43.57		
Common Stock	02/24/2006	S	600	D	\$ 43.58	8,980 (2) (8)	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)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

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)	ction of Derivative Expiration Date Securities (Month/Day/Year)		-		Derivative Expiration Date urities (Month/Day/Year) uired or posed of  tr. 3, 4,		Amou Securi 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Nun of Shar		
Non-Employee Stock Options (right to buy)	\$ 11.06	02/24/2006		M	6,000	07/28/1999	07/27/2009	Common Stock	6,0 <u>(</u>		
Non-Employee Stock Options (right to buy)	\$ 13.56	02/24/2006		M	6,000	07/27/2000	07/27/2010	Common Stock	6,0 <u>(</u>		
Non-Employee Stock Options (right to buy)	\$ 23.18	02/24/2006		M	6,200	(5)	01/01/2007	Common Stock	6,2 <u>(</u>		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
HAMM RICHARD F JR 3005 FIRST AVENUE SEATTLE, WA 98121	X							

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## **Signatures**

Sheldon I. Cammaker, Attorney-in-Fact

03/02/2006

\*\*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 and prices reported by the reporting person on this Form 4 have been adjusted to reflect the 2-for-1 stock split of the Company's common stock that ocurred on February 10, 2006 (the "Stock Split").
- (2) Transactions are continued on a separate Form 4 filed contemporaneously herewith.
- (3) This option was previously reported as covering 3,000 shares of common stock at an exercise price of \$22.125, but has been adjusted to reflect the Stock Split.
- (4) This option was previously reported as covering 3,000 shares of common stock at an exercise price of \$27.125, but has been adjusted to reflect the Stock Split.
- (5) 25% exercisable on or after 1/02/02; 25% exercisable on or after 4/01/02; 25% exercisable on or after 7/01/02; 25% exercisable on or after 10/01/02.
- (6) This option was previously reported as covering 3,100 shares of common stock at an exercise price of \$46.35, but has been adjusted to reflect the Stock Split.
- (7) Derivative security is a non-employee stock option granted in lieu of director's retainer fee.
- (8) This amendment is being filed to correctly report the number of securities held by the reporting person following the transactions.

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.

Signatures 4