EMCOR GROUP INC

Form 4 May 10, 2006

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

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(b).

1 Name and Address of Reporting Person *

OMB APPROVAL

OMB Number:

3235-0287

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January 31, 2005

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response...

5 Relationship of Reporting Person(s) to

0.5

HAMM RICHARD F JR	Symbol	Issuer		
	EMCOR GROUP INC [EME]	(Check all applicable)		
(Last) (First) (Middle	3. Date of Earliest Transaction			
3005 FIRST AVENUE	(Month/Day/Year) 05/08/2006	_X_ Director 10% Owner Officer (give title below) Other (specify below)		
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person		
SEATTLE, WA 98121		Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tab	le I - Non-I	Derivative	Secu	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securion(A) or Do (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	05/08/2006		M	6,000	A	\$ 21.15	7,380 <u>(1)</u>	D	
Common Stock	05/08/2006		M	6,654	A	\$ 27.365	14,034	D	
Common Stock	05/08/2006		M	8,550	A	\$ 21.915	22,584	D	
Common Stock	05/08/2006		S	600	D	\$ 51.36	21,984	D	
Common Stock	05/08/2006		S	400	D	\$ 51.37	21,584	D	
	05/08/2006		S	500	D	\$ 51.38	21,084	D	

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Common Stock						
Common Stock	05/08/2006	S	1,100	D	\$ 51.39 19,984	D
Common Stock	05/08/2006	S	2,400	D	\$ 51.4 17,584	D
Common Stock	05/08/2006	S	2,000	D	\$ 51.42 15,584	D
Common Stock	05/08/2006	S	1,100	D	\$ 51.43 14,484	D
Common Stock	05/08/2006	S	3,704	D	\$ 51.44 10,780	D
Common Stock	05/08/2006	S	100	D	\$ 51.45 10,680	D
Common Stock	05/08/2006	S	700	D	\$ 51.46 9,980	D
Common Stock	05/08/2006	S	1,000	D	\$ 51.47 8,980	D
Common Stock	05/08/2006	S	2,600	D	\$ 51.48 6,380	D
Common Stock	05/08/2006	S	500	D	\$ 51.51 5,880	D
Common Stock	05/08/2006	S	1,000	D	\$ 51.52 4,880	D
Common Stock	05/08/2006	S	900	D	\$ 51.54 3,980	D
common Stock	05/08/2006	S	2,000	D	\$ 51.55 1,980	D
Common Stock	05/08/2006	S	300	D	\$ 51.56 1,680	D
Common Stock	05/08/2006	S	100	D	\$ 51.58 1,580	D
Common Stock	05/08/2006	S	200	D	\$ 51.6 1,380	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)

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

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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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic 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 Amou Underlying Securi (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Nun of Shar
Non-Employee Stock Options (right to buy)	\$ 21.15	05/08/2006		M	6,000	07/12/2001	07/11/2011	Common Stock	6,0
Non-Employee Stock Options (right to buy)	\$ 27.365	05/08/2006		M	6,654	(2)	07/01/2008	Common Stock	6,6
Non-Employee Stock Options (right to buy)	\$ 21.915	05/08/2006		M	8,550	(3)	01/02/2009	Common Stock	8,5

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
HAMM RICHARD F JR 3005 FIRST AVENUE SEATTLE, WA 98121	X						

Signatures

By: Sheldon I. Cammaker, Attorney-in-Fact 05/10/2006

**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, derivative securities and related 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 occurred on February 10, 2006.
- (2) 25% exercisable on or after 1/02/03; 25% exercisable on or after 4/1/03; 25% exercisable on or after 7/01/03; 25% exercisable on or after 10/01/03.
- (3) 25% exercisable on or after 1/02/04; 25% exercisable on or after 4/1/04; 25% exercisable on or after 7/01/04; 25% exercisable on or after 10/01/04.

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.

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