

BROWN DAVID A B
Form 4
May 07, 2008

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BROWN DAVID A B

(Last) (First) (Middle)

379 MAIN STREET

(Street)

WINCHESTER, MA 01890-2923

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
EMCOR GROUP INC [EME]

3. Date of Earliest Transaction
(Month/Day/Year)
05/06/2008

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)

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	05/06/2008		M	V Amount (A) or (D) Price 8,550 A \$ 10.957	12,550	D	
Common Stock	05/06/2008		S	100 D \$ 25.41	12,450	D	
Common Stock	05/06/2008		S	100 D \$ 25.45	12,350	D	
Common Stock	05/06/2008		S	100 D \$ 25.46	12,250	D	
Common Stock	05/06/2008		S	100 D \$ 25.48	12,150	D	
	05/06/2008		S	100 D \$ 25.49	12,050	D	

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Common Stock							
Common Stock	05/06/2008	S	100	D	\$ 25.5	11,950	D
Common Stock	05/06/2008	S	100	D	\$ 25.55	11,850	D
Common Stock	05/06/2008	S	100	D	\$ 25.58	11,750	D
Common Stock	05/06/2008	S	100	D	\$ 25.6	11,650	D
Common Stock	05/06/2008	S	100	D	\$ 25.64	11,550	D
Common Stock	05/06/2008	S	100	D	\$ 25.69	11,450	D
Common Stock	05/06/2008	S	100	D	\$ 25.7	11,350	D
Common Stock	05/06/2008	S	100	D	\$ 25.74	11,250	D
Common Stock	05/06/2008	S	100	D	\$ 25.75	11,150	D
Common Stock	05/06/2008	S	100	D	\$ 25.76	11,050	D
Common Stock	05/06/2008	S	100	D	\$ 25.77	10,950	D
Common Stock	05/06/2008	S	100	D	\$ 25.78	10,850	D
Common Stock	05/06/2008	S	350	D	\$ 25.8	10,500	D
Common Stock	05/06/2008	S	100	D	\$ 25.82	10,400	D
Common Stock	05/06/2008	S	100	D	\$ 25.83	10,300	D
Common Stock	05/06/2008	S	200	D	\$ 25.84	10,100	D
Common Stock	05/06/2008	S	100	D	\$ 25.86	10,000	D
Common Stock	05/06/2008	S	100	D	\$ 25.88	9,900	D
Common Stock	05/06/2008	S	100	D	\$ 25.89	9,800	D
	05/06/2008	S	100	D		9,700	D

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Common Stock						\$ 25.895		
Common Stock	05/06/2008		S	300	D	\$ 25.91	9,400	D
Common Stock	05/06/2008		S	100	D	\$ 25.92	9,300	D
Common Stock	05/06/2008		S	100	D	\$ 25.94	9,200	D
Common Stock	05/06/2008		S	100	D	\$ 25.95	9,100 ⁽¹⁾ ⁽²⁾	D

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

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(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 (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 or Number of Shares
Non-Employee Stock Options (right to buy)	\$ 10.957	05/06/2008		M	8,550	⁽³⁾ 01/01/2009	Common Stock 8,550

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BROWN DAVID A B 379 MAIN STREET WINCHESTER, MA 01890-2923		X		

Signatures

Sheldon I. Cammaker,
Attorney-in-Fact

05/07/2008

__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 splits of the Company's common stock effected February 10, 2006 and July 9, 2007, respectively.
- (2) These transactions are continued on a Form 4 filed contemporaneously herewith.
- (3) 25% exercisable on 1/02/04; 25% exercisable on 4/01/04; 25% exercisable on 7/01/04; 25% exercisable on 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.

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