

EMCOR GROUP INC  
Form 4/A  
March 02, 2006

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HAMM RICHARD F JR

(Last) (First) (Middle)

3005 FIRST AVENUE

(Street)

SEATTLE, WA 98121

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/24/2006

4. If Amendment, Date Original Filed(Month/Day/Year)  
02/27/2006

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	02/24/2006		M	6,000	A \$ 11.06	7,380 <sup>(1)</sup>	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

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

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 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)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Employee Stock Options (right to buy)	\$ 11.06	02/24/2006		M	6,000	07/28/1999 07/27/2009	Common Stock	6,000	
Non-Employee Stock Options (right to buy)	\$ 13.56	02/24/2006		M	6,000	07/27/2000 07/27/2010	Common Stock	6,000	
Non-Employee Stock Options (right to buy)	\$ 23.18	02/24/2006		M	6,200	(5) 01/01/2007	Common Stock	6,200	

## Reporting Owners

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

## 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 occurred 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.

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