

Edgar Filing: EMCORE CORP - Form 424B4

EMCORE CORP
Form 424B4
March 20, 2003

Filed Pursuant to Rule 424(b)(4)
Registration No. 333-65526

Prospectus Supplement No. 11
To Prospectus Dated August 31, 2001

\$175,000,000

EMCORE Corporation
5% Convertible Subordinated Notes Due 2006
and the Common Stock Issuable Upon Conversion of the Notes

This prospectus supplement relates to the resale by the selling securityholders of 5% convertible subordinated notes due 2006 of EMCORE Corporation and the shares of common stock, no par value, of EMCORE Corporation issuable upon the conversion of the notes.

This prospectus supplement should be read in conjunction with the prospectus dated August 31, 2001, and the prospectus supplements dated September 18, 2001, October 10, 2001, October 30, 2001, November 30, 2001, January 10, 2002, February 1, 2002, May 22, 2002, June 11, 2002, September 3, 2002 and October 9, 2002, which are to be delivered with the prospectus supplement. All capitalized terms used but not defined in this prospectus supplement shall have the meanings given them in the prospectus.

The table below sets forth information as of the date hereof concerning beneficial ownership of the notes of the selling securityholders as listed below. All information concerning beneficial ownership has been furnished by the selling securityholders.

Name	Principal Amount of Maturity of Notes Beneficially Owned that May be Sold	Percentage of Notes Outstanding	Number of Shares of Common Stock That May Be Sold(1)
-----	-----	-----	-----
Salomon Brothers Asset Management Inc. 399 Park Avenue, 4th Floor New York, NY 10022	\$2,000,000 (4)	1.1%	41,014

* Less than 1%

- (1) Assumes conversion of all the holder's notes at a conversion price of \$48.7629 per share of common stock. However, this conversion price will be subject to adjustment as described in the accompanying prospectus under "Description of Notes-Right of Conversion." As a result, the amount of common stock issuable upon conversion of the notes may increase or decrease in the future.
- (2) Calculated based on Rule 13d-3(d)(i) of the Exchange Act using 35,408,474 shares of common stock outstanding as of August 24, 2001. In calculating this amount, we treated as outstanding the number of shares of common stock

Edgar Filing: EMCORE CORP - Form 424B4

issuable upon conversion of all of that particular holder's notes. However, we did not assume the conversion of any other holder's notes.

- (3) The amounts presented herein are in addition to those reported by the selling securityholders in the accompanying prospectus dated August 31, 2001 and the accompanying prospectus supplements dated September 18, 2001, October 10, 2001, October 30, 2001, November 30, 2001, January 10, 2002 February 1, 2002, May 22, 2002, June 11, 2002, September 30, 2002 and October 9, 2002.
- (4) Does not include \$7,000,000 of notes previously registered by this selling securityholder.

INVESTING IN THE SECURITIES OFFERED HEREBY INVOLVES A HIGH DEGREE OF RISK. SEE "RISK FACTORS" BEGINNING ON PAGE 10 OF THE ACCOMPANYING PROSPECTUS.

THE SECURITIES AND EXCHANGE COMMISSION AND STATE SECURITIES REGULATORS HAVE NOT APPROVED OR DISAPPROVED OF THESE SECURITIES OR DETERMINED IF THIS PROSPECTUS SUPPLEMENT OR THE ACCOMPANYING PROSPECTUS IS TRUTHFUL OR COMPLETE. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

The date of this Prospectus Supplement is March 19, 2003.