EMCOR GROUP INC
Form 4
July 31, 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 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 <u>*</u> POMPA MARK A	2. Issuer Name **and** Ticker or Trading Symbol **EMCOR GROUP INC [EME]**	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last) (First) (Middle) 301 MERRITT SEVEN	3. Date of Earliest Transaction (Month/Day/Year) 07/28/2006	_____ Director _____ 10% Owner __X__ Officer (give title _____ Other (specify below) below) EVP, CFO and Treasurer
(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 ___ Form filed by More than One Reporting Person
NORWALK, CT 06851		
(City) (State) (Zip)		

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/28/2006		M		5,000	A	$ 10	26,148	D	
Common Stock	07/28/2006		S		900	D	$ 51.14	25,248	D	
Common Stock	07/28/2006		S		400	D	$ 51.16	24,848	D	
Common Stock	07/28/2006		S		700	D	$ 51.17	24,148	D	
Common Stock	07/28/2006		S		1,000	D	$ 51.8	23,148	D	

| Common Stock | 07/28/2006 | | S | 2,000 | D | $ 51.9 | 21,148 [(1)] | D |

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

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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 Securities (Instr. 3 and 4)	
								Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V	(A)	(D)				
Employee Stock Option (right to buy) [(2)]	$ 10	07/28/2006		M			5,000	01/02/1999	01/01/2008	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address			Relationships		
	Director	10% Owner	Officer		Other
POMPA MARK A 301 MERRITT SEVEN NORWALK, CT 06851			EVP, CFO and Treasurer		

Signatures

Mark A. Pompa	07/31/2006
**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) Includes shares issuable in respect of restricted stock units.

(2)   Derivative security is an employee stock option

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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Explanation of Responses: 3