Carollo Jerome T. Form 3 June 03, 2011

UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Carollo Jerome T.

(Last)

(First)

(Middle)

(Month/Day/Year)

03/21/2011

Statement

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

EMAGIN CORP [EMAN]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O EMAGIN

CORPORATION, Â 3006 **NORTHUP WAY SUITE 103**

(Street)

(Check all applicable)

10% Owner Director _X__ Officer Other (give title below) (specify below) Senior V.P Sales and Marketing

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One

Reporting Person

BELLEVUE, WAÂ 98004

(City) (State) (Zip)

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

Form: Direct (D) or Indirect

(I) (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security

(Instr. 4)

2. Date Exercisable and **Expiration Date**

(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security

4. Conversion or Exercise

Price of

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

(Instr. 4)

Title

Amount or Number of Derivative

Derivative Security: Direct (D)

Expiration Exercisable Date

Security

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Shares or Indirect
(I)
(Instr. 5)

Â

D

Stock Options (right to buy) $\hat{A} \stackrel{(1)}{=} 03/21/2016$ Common 100,000 $\frac{(2)}{(2)}$ \$ 6.89

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Carollo Jerome T.

C/O EMAGIN CORPORATION 3006 NORTHUP WAY SUITE 103 BELLEVUE, WAÂ 98004

 \hat{A} \hat{A} \hat{A} Senior V.P Sales and Marketing \hat{A}

Signatures

/s/ Jerome T.
Carollo

**Signature of Reporting Person

O6/02/2011

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) 1/3 shall vest every year from 03/21/2011 over a three year period.
- (2) Issued to the Reporting Person pursuant to his Executive Employment Agreement, dated March 15, 2011.

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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