

### **PART III**

#### **Item 10. Directors, Executive Officers, and Corporate Governance**

The information concerning directors and the Audit Committee financial expert called for by this Item will be contained in our definitive Proxy Statement for our 2010 Annual Meeting of Shareholders and is incorporated herein by reference.

We have a written Code of Business Ethics and Conduct that applies to our directors and to all of our employees, including our CEO and CFO. Our Code of Business Ethics and Conduct has been distributed to all employees, is available free of charge on our website at [www.ems-t.com](http://www.ems-t.com), under the link for “Investor Relations,” and is included as Exhibit 14 to this Annual Report.

The information concerning executive officers called for by this Item is set forth under the caption “Executive Officers of the Registrant” in Item 1 hereof.

#### **Item 11. Executive Compensation**

The information called for by this Item will be contained in our definitive Proxy Statement for our 2010 Annual Meeting of Shareholders and is incorporated herein by reference.

**Item 12. Security Ownership of Certain Beneficial Owners and Management and Related Shareholder Matters**

The following table sets forth certain information about our equity compensation plans as of December 31, 2009:

<u>Plan Category</u>	<u>(a) Number of securities to be issued upon exercise of outstanding options, warrants and rights</u>	<u>(b) Weighted average exercise price of outstanding options, warrants and rights</u>	<u>(c) Number of securities remaining available for future issuance under equity compensation plans (excluding securities reflected in column(a))</u>
Equity compensation plans approved by security holders	832,761	\$20.82	1,631,600
Equity compensation plans not approved by security holders	<u>161,525</u>	19.64	<u>201,517(i)</u>
Total	<u><u>994,286</u></u>	\$20.63	<u><u>1,833,117</u></u>

(i) Available at December 31, 2009 under a Plan that expired in January 2010. No additional shares or options were issued under this Plan prior to its expiration, and the shares remaining at December 31, 2009 are no longer available for future issuance.

All other information called for by this Item will be contained in our definitive Proxy Statement for our 2010 Annual Meeting of Shareholders and is incorporated herein by reference.

**Item 13. Certain Relationships and Related Transactions and Director Independence**

The information called for by this Item will be contained in our definitive Proxy Statement for our 2010 Annual Meeting of Shareholders and is incorporated herein by reference.

**Item 14. Principal Accountant Fees and Services**

Information on the Audit Committee's pre-approval policy for the independent registered public accounting firm's services, and information on the principal accountants' fees and services called for by this Item will be contained in our definitive Proxy Statement for our 2010 Annual Meeting of Shareholders and is incorporated herein by reference.