

EMERSON ELECTRIC CO  
Form FWP  
November 29, 2006  
*Filed pursuant to Rule 433*

*Dated November 29, 2006*

*Relating to*

*Prospectus Supplement dated November 29, 2006 to*

*Prospectus dated August 17, 2005*

*Registration Statement Nos. 333-52658 and 333-110546*

**\$250,000,000 5.125% Notes due 2016**

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| <b>Issuer:</b>                                | Emerson Electric Co.   |
| <b>Principal Amount:</b>                      | \$250,000,000  |
| <b>Title of Securities:</b>                   | 5.125% Notes due 2016  |
| <b>Trade Date:</b>                            | November 29, 2006  |
| <b>Original Issue Date (Settlement Date):</b> | December 6, 2006   |
| <b>Maturity Date:</b>                         | December 1, 2016   |
| <b>Benchmark Treasury:</b>                    | 4.625% Notes due November 15, 2016   |
| <b>Spread to Benchmark Treasury:</b>          | +71 basis points   |
| <b>Interest Rate:</b>                         | 5.125% per annum   |
| <b>Public Offering Price:</b>                 | Variable Price Reoffer   |
| <b>Interest Payment Dates:</b>                | Semi-annually in arrears on each June 1 and December 1, commencing June 1, 2007. |
| <b>Redemption Provision:</b>                  | Make-whole call at the Treasury Rate plus 15 basis points.                       |

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Citigroup Global Markets Inc. toll free 1-877-858-5407.

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