

EMERSON ELECTRIC CO
Form 3
January 16, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Pelch Steve J.</p> <p>(Last) (First) (Middle)</p> <p>C/O EMERSON ELECTRIC CO.,Â 8000 W. FLORISSANT AVENUE</p> <p>(Street)</p> <p>ST. LOUIS,Â MOÂ 63136</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/08/2014</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>EMERSON ELECTRIC CO [EMR]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) VP - Organizational Planning</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	25,458	D	Â
Common Stock	3,741.87	I	401(k) Plan
Common Stock	1,597.158	I	401(k) excess plan

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)

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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 (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option (Right to Buy)	10/01/2008 ⁽¹⁾	10/01/2017	Common Stock	8,000	\$ 53.835	D	Â
Employee Stock Option (Right to Buy)	02/19/2010 ⁽¹⁾	02/19/2019	Common Stock	8,000	\$ 30.025	D	Â
Employee Stock Option (Right to Buy)	10/04/2011 ⁽¹⁾	10/04/2020	Common Stock	15,000	\$ 53.31	D	Â
Employee Stock Option (Right to Buy)	10/01/2014 ⁽¹⁾	10/01/2023	Common Stock	15,000	\$ 65.07	D	Â
Restricted Stock Units ⁽²⁾	Â ⁽²⁾	Â ⁽²⁾	Common Stock	6,696	\$ ⁽³⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pelch Steve J. C/O EMERSON ELECTRIC CO. 8000 W. FLORISSANT AVENUE ST. LOUIS, MO 63136	Â	Â	Â VP - Organizational Planning	Â

Signatures

/s/ John G. Shively, Attorney-in-fact for Steve J. Pelch

01/16/2014

 **Signature of Reporting Person

 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) Options become exercisable in three equal annual installments beginning on the date indicated.
- (2) Restricted stock units received pursuant to Rule 16b-3 upon payout of 40% of earned performance share award under shareholder approved benefit plan. The restricted stock units will vest on September 30, 2014.
- (3) Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.

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Remarks:

See Exhibit 24 - Power of Attorney

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.