

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15 (d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event  
reported): August 6, 2013

Emerson Electric Co.

(Exact Name of Registrant as Specified in Charter)

Missouri

(State or Other Jurisdiction of Incorporation)

1-278

(Commission  
File Number)

43-0259330

(I.R.S. Employer Identification Number)

8000 West Florissant Avenue  
St. Louis, Missouri

(Address of Principal Executive Offices)

63136

(Zip Code)

Registrant's telephone number, including area code:

(314) 553-2000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

## Item 2.02 Results of Operations and Financial Condition

### Quarterly Results Press Release

On Tuesday, August 6, 2013, a press release was issued regarding the third quarter 2013 results of Emerson Electric Co. (the "Company"). A copy of this press release is furnished with this Current Report on Form 8-K as Exhibit 99.1.

References to orders in the press release refer to the Company's trailing three-month average orders growth versus the prior year, excluding acquisitions and divestitures, as reported in our Form 8-K filed on July 22, 2013.

### Non-GAAP Financial Measures

The press release contains non-GAAP financial measures as such term is defined in Regulation G under the rules of the Securities and Exchange Commission. While the Company believes these non-GAAP financial measures are useful in evaluating the Company, this information should be considered as supplemental in nature and not as a substitute for or superior to the related financial information prepared in accordance with GAAP. Further, these non-GAAP financial measures may differ from similarly titled measures presented by other companies. The reasons management believes that these non-GAAP financial measures provide useful information are set forth in the Company's most recent Form 10-K filed with the Securities and Exchange Commission.

## Item 8.01 Other Events

On July 31, 2013, the Company entered into a purchase agreement with Platinum Equity Advisors, LLC for the sale of a 51 percent controlling interest in the Company's embedded computing and power business. The Company will receive net cash proceeds of approximately \$300 million and retain a 49 percent noncontrolling interest in the business, which will operate as an independent company. A copy of the Company's press release announcing the transaction is furnished with this Current Report on Form 8-K as Exhibit 99.2.

### Forward-Looking and Cautionary Statements

Statements in this press release that are not strictly historical may be "forward-looking" statements, which involve risks and uncertainties, and Emerson undertakes no obligation to update any such statements to reflect later developments. These risks and uncertainties include our ability to complete the embedded computing and power transaction, as well as economic and currency conditions, market demand, pricing, protection of intellectual property, and competitive and technological factors, among others, as set forth in the Company's most recent Annual Report on Form 10-K and subsequent reports filed with the SEC.

## Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

<u>Exhibit Number</u>	<u>Description of Exhibits</u>
99.1	Emerson's August 6, 2013 press release announcing third quarter 2013 results.
99.2	Emerson's August 6, 2013 press release announcing sale of embedded computing and power business.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

EMERSON ELECTRIC CO.  
(Registrant)

Date: August 6, 2013

By: /s/ John G. Shively  
John G. Shively  
Assistant General Counsel and  
Assistant Secretary

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## EXHIBIT INDEX

Exhibit Number	Description of Exhibits
99.1	Emerson's August 6, 2013 press release announcing third quarter 2013 results.
99.2	Emerson's August 6, 2013 press release announcing sale of embedded computing and power business.



## news release

Media Contact: Mark Polzin (314) 982-1758

For immediate release

### EMERSON REPORTS THIRD QUARTER 2013 RESULTS

- Sales declined 2 percent to \$6.3 billion, with underlying sales down 1 percent
- Earnings per share of \$0.97 excluding \$0.70 in charges related to divestiture of embedded computing and power business; reported earnings per share of \$0.27
- Operating cash flow increased 17 percent, with free cash flow up 20 percent

ST. LOUIS, August 6, 2013 – Emerson (NYSE: EMR) today announced that net sales for the third quarter ended June 30, 2013 decreased 2 percent from the prior year to \$6.3 billion, reflecting a sluggish economic environment and difficult comparisons, as recovery from the Thailand flooding drove robust third quarter sales in the prior year. Underlying sales declined 1 percent, as divestitures deducted 1 percent and currency translation had a negligible impact, with the U.S. down 3 percent, Asia down 3 percent, and Europe down 6 percent. Emerging market growth of 2 percent was more than offset by weaker demand in mature economies.

"As expected, demand was slow in the quarter as economies around the world struggled for growth," said Chairman and Chief Executive Officer David N. Farr. "Low levels of business investment continue to reflect a cautious climate, particularly in mature markets. Despite some soft pockets, emerging markets were encouraging, as strategic investments generated growth. The near-term is expected to remain slow, but orders growth has resumed, suggesting the economic environment is beginning to stabilize and improve."

In a separate news release today, Emerson announced an agreement to sell a 51 percent stake in the embedded computing and power business to Platinum Equity. Continued weakness in the technology equipment and mobile device markets that this business serves has resulted in lower sales and earnings growth expectations, requiring a noncash pretax goodwill impairment charge of \$503 million (\$475 million after-tax, \$0.65 per share). Additionally, anticipated repatriation of cash from this business resulted in an income tax charge of \$33 million (\$0.05 per share). Third quarter earnings per share including and excluding these charges were \$0.27 and \$0.97, respectively. Cash received from the transaction and repatriation will be used for \$600 million in additional share repurchase, which is incremental to the current \$800 to \$900 million of annual share repurchase run rate.

Cash generation continues to be robust. Operating cash flow increased 17 percent to \$995 million, driven primarily by working capital improvement, contributing to year-to-date growth of 23 percent.

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Free cash flow grew 20 percent in the quarter to \$850 million, reflecting conversion from earnings (excluding charges) of 121 percent, with operating cash flow conversion of 142 percent.

"The economic environment remains difficult to predict, but we are focused on executing on the factors within our control," Farr said. "Our near-term priorities continue to be investing in strategic technologies and markets and cash generation, which exhibited encouraging progress in the quarter, and closing the sale of the embedded computing and power business. The strong cash flow supports the expectation to return at least 60 percent of operating cash flow to shareholders this year through dividends and share repurchases."

### **Business Segment Highlights**

**Process Management** net and underlying sales increased 3 percent, with the U.S. down 6 percent, Asia up 8 percent, and Europe flat. Solid demand in energy and chemical end markets supported continued growth despite difficult comparisons in the prior year, when recovery from the Thailand flooding drove robust underlying growth. Underlying orders increased 8 percent, led by double digit growth in the systems and solutions business, with the power and water business particularly strong, as well as improvement in North America and double digit growth in China. As expected, segment margin of 21.5 percent declined 160 basis points, also affected by comparisons from the flooding recovery. Global project activity remains robust, with high levels of investment expected to continue. Difficult sales and margin comparisons will continue through the fourth quarter due to the flooding recovery, but end market demand will remain strong, supporting solid growth momentum into next year.

**Industrial Automation** net and underlying sales decreased 7 percent, with the U.S. down 6 percent, Asia flat, and Europe down 13 percent, as global demand for industrial goods remained weak. The power generating alternators business experienced the sharpest decline, but channel inventory destocking is beginning to slow, and orders should turn positive soon. Segment margin of 16.1 percent decreased 270 basis points due to nonrecurring anti-dumping duty payments received last year. Excluding the dumping duties from the comparison, margin was unchanged from the prior year, as cost containment offset significant volume deleverage. End markets for industrial goods appear to be stabilizing, with order trends improving, but are expected to remain slow in the near term, particularly in Europe.

**Network Power** net and underlying sales declined 5 percent, with the U.S. down 1 percent, Asia down 13 percent, and Europe down 4 percent, as demand trends were mixed among businesses. The network power systems business declined slightly, as an increase in demand for data center infrastructure was more than offset by weakness in global telecommunications markets. The embedded computing and power business declined at a double digit rate, reflecting challenging end markets and continued product line rationalization. Segment margin of 8.1 percent declined 220 basis points, primarily driven by volume deleverage and unfavorable price. Order trends are improving, as growth resumed in the quarter excluding the embedded computing and power business. End market

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improvement is expected to continue, but a large Australian project completed in the prior year will limit near-term growth.

**Climate Technologies** net and underlying sales decreased 2 percent, with the U.S. down 3 percent, Asia down 2 percent, and Europe down 5 percent. Residential air conditioning markets paused after strong growth in the previous quarter, as mild weather and inventory destocking affected demand. The global refrigeration business declined slightly but improved sequentially, with recovery from substantial weakness in the transportation business expected to continue. Commercial air conditioning market conditions remained slow, but order trends improved. Segment margin improved 80 basis points to 21.0 percent, as cost containment offset unfavorable product mix. In the near term, growth is expected to resume in the residential and refrigeration businesses, with demand improving in commercial end markets, supporting a stronger growth outlook for the segment.

**Commercial & Residential Solutions** sales declined 2 percent, reflecting a 6 percent deduction from the Knaack business divestiture. Underlying sales increased 4 percent, driven by 6 percent growth in the U.S., supported by strong demand in residential end markets. Segment margin was unchanged at 20.4 percent. Growth is expected to continue in the near term, supported by solid residential and improving nonresidential demand in the U.S., and stabilization in Europe.

#### **Full Year 2013 Outlook**

Business investment remains cautious but appears to be improving, supported by orders growth resuming in June after being down since February. Reported and underlying sales growth are expected to be approximately 1 percent, slightly lower than previous expectations, with EBIT and pretax margin approximately equal to prior year (excluding goodwill impairments). Earnings per share are trending toward the lower end of the range of \$3.48 to \$3.55, excluding the goodwill and tax charges related to the embedded computing and power business, or \$2.78 to \$2.85 including charges. Operating cash flow is expected to be approximately \$3.4 billion or 14 percent of sales, with free cash flow of approximately \$2.7 billion or 11 percent of sales.

#### **Upcoming Investor Events**

Today at 2 p.m. ET, Emerson management will discuss the third quarter results during a conference call. Interested parties may listen to the live conference call via the Internet by visiting Emerson's website at [www.Emerson.com/financial](http://www.Emerson.com/financial) and completing a brief registration form. A replay of the conference call will remain available for approximately three months.

#### **Forward-Looking and Cautionary Statements**

Statements in this press release that are not strictly historical may be "forward-looking" statements, which involve risks and uncertainties, and Emerson undertakes no obligation to update any such statements to reflect later developments. These risks and uncertainties include our ability to

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complete the embedded computing and power transaction, as well as economic and currency conditions, market demand, pricing, protection of intellectual property, and competitive and technological factors, among others, as set forth in the Company's most recent Annual Report on Form 10-K and subsequent reports filed with the SEC.

(tables attached)

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**Table 1**

EMERSON AND SUBSIDIARIES  
CONSOLIDATED OPERATING RESULTS  
(AMOUNTS IN MILLIONS EXCEPT PER SHARE, UNAUDITED)

	<u>Quarter Ended June 30,</u>		<u>Percent</u>
	<u>2012</u>	<u>2013</u>	<u>Change</u>
<b>Net sales</b>	\$ 6,484	\$ 6,344	(2)%
Costs and expenses:			
Cost of sales	3,856	3,776	
SG&A expenses	1,338	1,396	
Goodwill impairment	—	503	
Other deductions, net	84	107	
Interest expense, net	51	51	
<b>Earnings before income taxes</b>	<u>1,155</u>	<u>511</u>	(56)%
Income taxes	<u>368</u>	<u>297</u>	
<b>Net earnings</b>	<u>787</u>	<u>214</u>	(73)%
Less: Noncontrolling interests in earnings of subsidiaries	<u>17</u>	<u>20</u>	
<b>Net earnings common shareholders</b>	<u>\$ 770</u>	<u>\$ 194</u>	(75)%
Diluted avg. shares outstanding	734.3	722.2	
<b>Diluted earnings per common share</b>	\$ 1.04	\$ 0.27	(74)%

	<u>Quarter Ended June 30,</u>	
	<u>2012</u>	<u>2013</u>
<b>Other deductions, net</b>		
Amortization of intangibles	\$ 67	\$ 53
Rationalization of operations	35	33
Other	25	21
Gains, net	(43)	—
Total	<u>\$ 84</u>	<u>\$ 107</u>

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**Table 2**

EMERSON AND SUBSIDIARIES  
CONSOLIDATED OPERATING RESULTS  
(AMOUNTS IN MILLIONS EXCEPT PER SHARE, UNAUDITED)

	<u>Nine Months Ended June 30,</u>		<u>Percent</u>
	<u>2012</u>	<u>2013</u>	<u>Change</u>
Net sales	\$ 17,712	\$ 17,857	1%
Costs and expenses:			
Cost of sales	10,693	10,709	
SG&A expenses	4,051	4,216	
Goodwill impairment	—	503	
Other deductions, net	279	252	
Interest expense, net	167	162	
Earnings before income taxes	2,522	2,015	(20)%
Income taxes	798	757	
<b>Net earnings</b>	1,724	1,258	(27)%
Less: Noncontrolling interests in earnings of subsidiaries	38	49	
<b>Net earnings common shareholders</b>	<u>\$ 1,686</u>	<u>\$ 1,209</u>	(28)%
Diluted avg. shares outstanding	736.5	724.8	
<b>Diluted earnings per common share</b>	\$ 2.28	\$ 1.66	(27)%

	<u>Nine Months Ended June 30,</u>	
	<u>2012</u>	<u>2013</u>
<b>Other deductions, net</b>		
Amortization of intangibles	\$ 182	\$ 166
Rationalization of operations	89	65
Other	58	22
Gains, net	(50)	(1)
Total	<u>\$ 279</u>	<u>\$ 252</u>

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**Table 3**

EMERSON AND SUBSIDIARIES  
CONSOLIDATED BALANCE SHEETS  
(DOLLARS IN MILLIONS, UNAUDITED)

	<u>Quarter Ended June 30,</u>	
	<u>2012</u>	<u>2013</u>
<b>Assets</b>		
Cash and equivalents	\$ 2,292	\$ 2,810
Receivables, net	4,601	4,725
Inventories	2,367	2,304
Other current assets	743	667
Total current assets	10,003	10,506
Property, plant & equipment, net	3,418	3,475
Goodwill	8,739	7,514
Other intangible assets	1,856	1,698
Other	310	320
<b>Total assets</b>	<b>\$ 24,326</b>	<b>\$ 23,513</b>
<b>Liabilities and equity</b>		
Short-term borrowings and current maturities of long-term debt	\$ 2,060	\$ 1,486
Accounts payables	2,617	2,614
Accrued expenses	2,561	2,783
Income taxes	158	67
Total current liabilities	7,396	6,950
Long-term debt	3,789	4,059
Other liabilities	2,476	2,240
Total equity	10,665	10,264
<b>Total liabilities and equity</b>	<b>\$ 24,326</b>	<b>\$ 23,513</b>

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**Table 4**

EMERSON AND SUBSIDIARIES  
CONSOLIDATED STATEMENT OF CASH FLOWS  
(DOLLARS IN MILLIONS, UNAUDITED)

	<u>Nine Months Ended June 30,</u>	
	<u>2012</u>	<u>2013</u>
<b>Operating activities</b>		
Net earnings	\$ 1,724	\$ 1,258
Depreciation and amortization	617	612
Changes in operating working capital	(616)	(316)
Pension funding	(122)	(109)
Goodwill impairment, net of tax	—	475
Other, net	139	226
Net cash provided by operating activities	<u>1,742</u>	<u>2,146</u>
<b>Investing activities</b>		
Capital expenditures	(428)	(380)
Purchase of businesses, net of cash and equivalents acquired	(178)	(20)
Other, net	(40)	(73)
Net cash used in investing activities	<u>(646)</u>	<u>(473)</u>
<b>Financing activities</b>		
Net increase in short-term borrowings	902	273
Proceeds from long-term debt	4	499
Principal payments on long-term debt	(259)	(521)
Dividends paid	(881)	(888)
Purchases of treasury stock	(527)	(573)
Other, net	(37)	12
Net cash used in financing activities	<u>(798)</u>	<u>(1,198)</u>
Effect of exchange rate changes on cash and equivalents	<u>(58)</u>	<u>(32)</u>
<b>Increase in cash and equivalents</b>	<b>240</b>	<b>443</b>
Beginning cash and equivalents	<u>2,052</u>	<u>2,367</u>
<b>Ending cash and equivalents</b>	<u><u>\$ 2,292</u></u>	<u><u>\$ 2,810</u></u>

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**Table 5**

EMERSON AND SUBSIDIARIES  
SEGMENT SALES AND EARNINGS  
(DOLLARS IN MILLIONS, UNAUDITED)

		<u>Quarter Ended June 30,</u>	
		<u>2012</u>	<u>2013</u>
<b>Sales</b>			
Process Management	\$	2,122	\$ 2,182
Industrial Automation		1,378	1,277
Network Power		1,588	1,506
Climate Technologies		1,146	1,119
Commercial & Residential Solutions		481	472
		<u>6,715</u>	<u>6,556</u>
Eliminations		<u>(231)</u>	<u>(212)</u>
Net sales	\$	<u>6,484</u>	<u>\$ 6,344</u>
<b>Earnings</b>			
Process Management	\$	490	\$ 470
Industrial Automation		259	206
Network Power		163	122
Climate Technologies		232	235
Commercial & Residential Solutions		98	96
		<u>1,242</u>	<u>1,129</u>
Differences in accounting methods		59	56
Corporate and other		(95)	(623)
Interest expense, net		<u>(51)</u>	<u>(51)</u>
Earnings before income taxes	\$	<u>1,155</u>	<u>\$ 511</u>
<b>Rationalization of operations</b>			
Process Management	\$	4	\$ 4
Industrial Automation		13	14
Network Power		14	12
Climate Technologies		2	—
Commercial & Residential Solutions		2	3
Total	\$	<u>35</u>	<u>\$ 33</u>

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**Table 6**

EMERSON AND SUBSIDIARIES  
SEGMENT SALES AND EARNINGS  
(DOLLARS IN MILLIONS, UNAUDITED)

	<u>Nine Months Ended June 30,</u>	
	<u>2012</u>	<u>2013</u>
<b>Sales</b>		
Process Management	\$ 5,518	\$ 6,098
Industrial Automation	3,891	3,627
Network Power	4,632	4,446
Climate Technologies	2,805	2,859
Commercial & Residential Solutions	1,413	1,382
	<u>18,259</u>	<u>18,412</u>
Eliminations	(547)	(555)
Net sales	<u>\$ 17,712</u>	<u>\$ 17,857</u>
<b>Earnings</b>		
Process Management	\$ 1,021	\$ 1,206
Industrial Automation	644	556
Network Power	419	338
Climate Technologies	490	511
Commercial & Residential Solutions	295	291
	<u>2,869</u>	<u>2,902</u>
Differences in accounting methods	163	160
Corporate and other	(343)	(885)
Interest expense, net	(167)	(162)
Earnings before income taxes	<u>\$ 2,522</u>	<u>\$ 2,015</u>
<b>Rationalization of operations</b>		
Process Management	\$ 13	\$ 11
Industrial Automation	21	24
Network Power	40	21
Climate Technologies	8	2
Commercial & Residential Solutions	7	7
Total	<u>\$ 89</u>	<u>\$ 65</u>

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**Reconciliations of Non-GAAP Financial Measures****Table 7**

The following reconciles non-GAAP measures (denoted by \*) with the most directly comparable GAAP measure (dollars in millions):

<b>Earnings per share</b>	<b><u>Q3 2012</u></b>	<b><u>Q3 2013</u></b>	<b><u>Change</u></b>
Earnings per share	\$ 1.04	\$ 0.27	(74)%
Goodwill impairment	—	0.65	62 %
Income tax charge	—	0.05	5 %
Earnings per share excl. charges*	\$ 1.04	\$ 0.97	(7)%
 <b>Cash flow</b>	 <b><u>Q3 2012</u></b>	 <b><u>Q3 2013</u></b>	 <b><u>Change</u></b>
Operating cash flow	\$ 846	\$ 995	17 %
Capital expenditures	(141)	(145)	3 %
Free cash flow*	\$ 705	\$ 850	20 %
 Net earnings common stockholders excl. charges*		\$ 702	
EC&P charges		(508)	
Net earnings common stockholders		\$ 194	
 % of net earnings common stockholders			
Operating cash flow		515 %	
Capital expenditures		(75)%	
Free cash flow*		440 %	
% of net earnings common stockholders excl. charges*			
Operating cash flow*		142 %	
Capital expenditures*		(21)%	
Free cash flow*		121 %	
 <b>Profit margin as % of sales</b>	 <b><u>2012</u></b>	 <b><u>2013E</u></b>	 <b><u>Change</u></b>
EBIT excl. impairment*	16.1 %	~16.1%	~0 bps
Goodwill impairment	2.4 %	~2.1%	~30 bps
EBIT*	13.7 %	~14.0%	~30 bps
Interest expense, net	(0.9)%	(0.9)%	0 bps
Pretax	12.8 %	~13.1%	~30 bps
 <b>Earnings per share</b>	 <b><u>2012</u></b>	 <b><u>2013E</u></b>	 <b><u>Change</u></b>
Earnings per share	\$ 2.67	\$2.78-2.85	4-6%
Goodwill impairment/charges	0.72	0.70	(1)%
Earnings per share excl. charges*	\$ 3.39	\$3.48-3.55	3-5%
 <b>Cash flow</b>		 <b><u>2013E</u></b>	 <b><u>% of Sales</u></b>
Operating cash flow		~\$3,400	~14%
Capital expenditures		~(700)	~(3)%
Free cash flow*		~\$2,700	~11%

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## news release

Media Contact: Mark Polzin (314) 982-1758

For immediate release

### **EMERSON REACHES AGREEMENT TO SELL MAJORITY INTEREST IN EMBEDDED COMPUTING & POWER BUSINESS TO PLATINUM EQUITY**

ST. LOUIS, August 6, 2013 - Emerson (NYSE: EMR) today announced an agreement to sell a 51 percent stake in its embedded computing and power business to Platinum Equity. Emerson will receive approximately \$300 million in cash and will retain a 49 percent noncontrolling interest in the business, which will operate as an independent company. Share repurchase will be increased by \$600 million to offset associated earnings dilution.

"After extensive consideration, we have found an arrangement to exit this business in a manner that maximizes its value for our shareholders," said Emerson Chairman and Chief Executive Officer David N. Farr. "The embedded computing and power business is a technology leader in the industry it serves, but no longer fits strategically in our portfolio. The transaction with Platinum will allow us to immediately focus on our core businesses while also participating in the upside from repositioning the business as it focuses on growth as an independent company."

With revenue of approximately \$1.4 billion in 2012, Emerson's embedded computing and power business, based in Carlsbad, Calif., is a market leader in the design and supply of technologies used in communications and computing equipment and other applications.

"We have forged a strong partnership with Emerson, coming together in a way that will create success for everyone," said Platinum Equity Chairman and Chief Executive Officer Tom Gores. "We will build on the foundation established under Emerson to further position the business as a strong and innovative competitor in the marketplace."

The transaction is expected to close in approximately three to six months, upon securing regulatory approvals in various countries. Once the transaction is completed, Emerson's interest in the new entity will be reported using the equity method of accounting. Sales and earnings from the embedded computing and power business will continue to be reported in Emerson's 2013 results, which will include a noncash pretax goodwill impairment of \$503 million related to the business.

"Platinum Equity worked closely with Emerson to craft a transaction solution customized to meet both Emerson's needs and the needs of the business," said Jacob Kotzubei, the partner at Platinum Equity who led the team pursuing this transaction. "We are excited to work with Emerson and the EC&P



management team to help grow the business and reinforce its position as a premier provider of highly engineered customized power and embedded computing products."

Today at 2 p.m. ET, Emerson management will discuss third quarter 2013 results and further details of this transaction during a conference call. Interested parties may listen to the live conference call via the Internet by visiting Emerson's website at [www.Emerson.com/financial](http://www.Emerson.com/financial) and completing a brief registration form. A replay of the conference call will remain available for approximately three months.

#### **About Emerson**

Emerson (NYSE: EMR), based in St. Louis, Missouri (USA), is a global leader in bringing technology and engineering together to provide innovative solutions for customers in industrial, commercial, and consumer markets around the world. The company is comprised of five business segments: Process Management, Industrial Automation, Network Power, Climate Technologies, and Commercial & Residential Solutions. Sales in fiscal 2012 were \$24.4 billion. For more information, visit [www.Emerson.com](http://www.Emerson.com).

#### **About Platinum Equity**

Platinum Equity ([www.platinumequity.com](http://www.platinumequity.com)) is a global M&A&O® firm specializing in the merger, acquisition and operation of companies that provide services and solutions to customers in a broad range of business markets, including information technology, telecommunications, logistics, metals services, manufacturing and distribution. Since its founding in 1995 by Tom Gores, Platinum Equity has completed more than 150 acquisitions.

#### **Forward-Looking and Cautionary Statements**

Statements in this press release that are not strictly historical may be "forward-looking" statements, which involve risks and uncertainties, and Emerson undertakes no obligation to update any such statements to reflect later developments. These risks and uncertainties include our ability to complete the embedded computing and power transaction, as well as economic and currency conditions, market demand, pricing, protection of intellectual property, and competitive and technological factors, among others, as set forth in the Company's most recent Annual Report on Form 10-K and subsequent reports filed with the SEC.

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