

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): June 17, 2020

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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock of \$0.50 par value per share	EMR	New York Stock Exchange Chicago Stock Exchange
0.375% Notes due 2024	EMR 24	New York Stock Exchange
1.250% Notes due 2025	EMR 25A	New York Stock Exchange
2.000% Notes due 2029	EMR 29	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

☐ Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 7.01 Regulation FD Disclosure

The following information is furnished pursuant to Regulation FD.

Emerson Three-Month Orders, Including Foreign Currency Translation

(Percentage change versus prior year; trailing three-month averages, excluding acquisitions and divestitures, including currency translation)

	<u>Mar '20</u>	<u>Apr '20</u>	<u>May '20</u>
Automation Solutions	(5) to 0	(10)	(15)
Commercial & Residential Solutions	(10) to (5)	(20) to (15)	(25) to (20)
Total Emerson	(5) to 0	(15) to (10)	(20) to (15)

Orders Comments

Total Emerson trailing three-month orders were down 17 percent with underlying orders down 15 percent, excluding 2 percent of unfavorable currency impact.

Automation Solutions orders were down 15 percent and were down 13 percent on an underlying basis excluding unfavorable currency of 2 percent.

Commercial & Residential Solutions orders were down 21 percent and were down 20 percent on an underlying basis excluding unfavorable currency of 1 percent.

As expected, trailing three-month orders across both business platforms reflected a continued challenging demand environment in May due to the COVID-19 pandemic and oil market volatility. Further details are furnished in the short slide presentation as Exhibit 99.1.

Upcoming Investor Events

On Tuesday, August 4, 2020, Emerson will report its third quarter 2020 results prior to market open. Emerson senior management will discuss the results during an investor conference call that same day, likely beginning at 3:00 p.m. Eastern Time, 2:00 p.m. Central Time. Participants can access a live webcast available at www.emerson.com/financial at the time of the call. A replay of the call will remain available for 90 days. Additionally, conference call slides will be posted in advance of the call on the website.

Forward-Looking and Cautionary Statements

Statements in this Current Report on Form 8-K and furnished in Exhibit 99.1 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 the scope, duration and ultimate impact of the COVID-19 pandemic as well as economic and currency conditions, market demand, including related to the pandemic and oil and gas price declines and volatility, pricing, protection of intellectual property, cybersecurity, tariffs, 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. Underlying orders discussed herein exclude the impact of currency translation.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

Exhibit Number	Description of Exhibits
99.1	Slide Presentation - Platform trailing three-month underlying orders detail by world area.
104	Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document.

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: June 17, 2020

By: /s/ John A. Sperino
John A. Sperino
Vice President and
Assistant Secretary

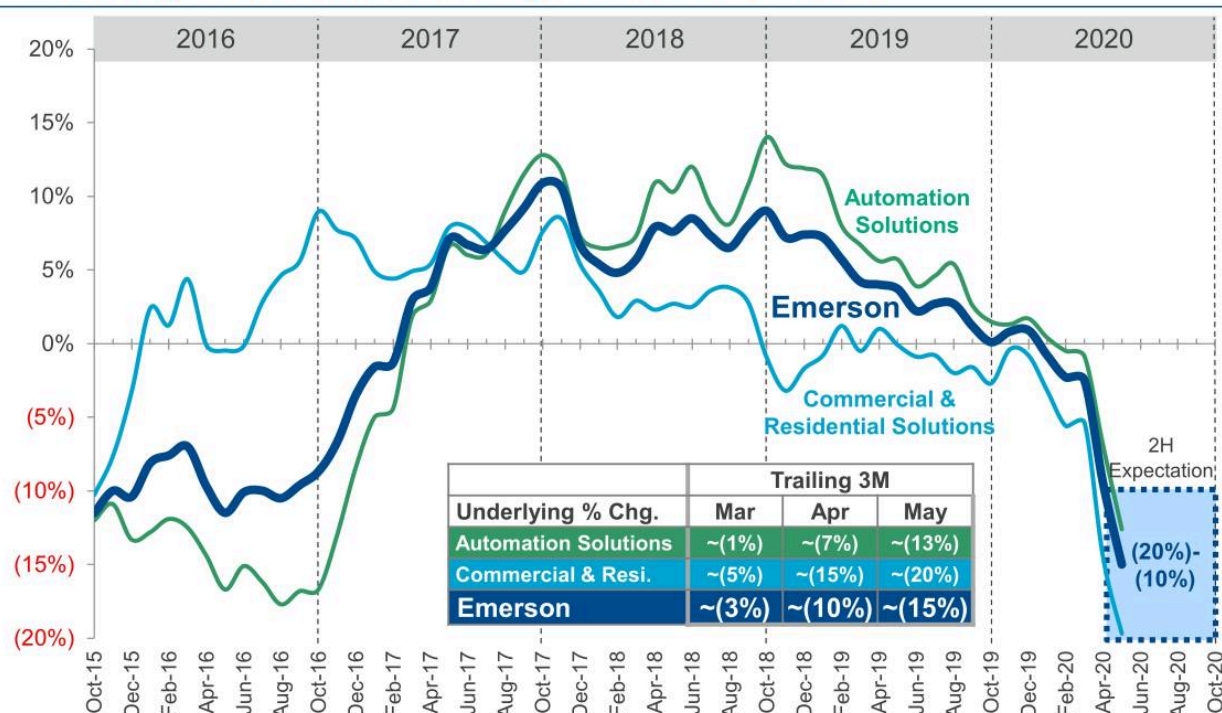
Emerson Orders Update

June 17, 2020

Forward-Looking and Cautionary Statements in these slides 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 the scope, duration and ultimate impact of the COVID-19 pandemic as well as economic and currency conditions, market demand, including related to the pandemic and oil and gas price declines and volatility, pricing, protection of intellectual property, cybersecurity, tariffs, 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. Underlying orders discussed herein exclude the impact of currency translation.



Emerson Underlying Order Trends Trailing 3-Month Average vs. Prior Year



Percentage change versus prior year; underlying trailing three-month averages, excluding acquisitions, divestitures and currency translation

Orders data includes the Valves & Controls acquisition results in all periods presented, including on a pro forma basis for periods prior to the acquisition close April 28, 2017.

Emerson Automation Solutions

Trailing 3-Month Underlying Orders: Down ~13%

North America			
Mar	Apr	May	T3M
~(5%)	~(30%)	~(30%)	~(20%)
<ul style="list-style-type: none"> Oil & gas production curtailments impacting spend Overall COVID-19 declines partially offset by favorable demand in life sciences, medical and food & beverage Increase in power maintenance outages supporting KOB3 while most hydrocarbon outages delayed to fall season 			

Europe			
Mar	Apr	May	T3M
~(5%)	~(20%)	~(10%)	~(10%)
<ul style="list-style-type: none"> Early signs of stabilization Steady chemical investments in northern and central EU, and some LNG and nuclear project demand in southern EU Success with competitive displacement wins Renewable biomass investments accelerating 			

Middle East & Africa			
Mar	Apr	May	T3M
~40%	~(20%)	~(15%)	~5%
<ul style="list-style-type: none"> Broad oil & gas slowdown in Kuwait, Iraq and Oman Hydrocarbon value chain projects continue to move forward in Saudi Arabia and UAE 			

Latin America			
Mar	Apr	May	T3M
~10%	~(25%)	~(30%)	~(15%)
<ul style="list-style-type: none"> Broad COVID-19 business closures Challenging YoY comparisons in Mexico oil & gas segment Modest growth in Chile metals & mining and Brazil midstream sectors 			

Asia Pacific			
Mar	Apr	May	T3M
~5%	~(10%)	~(5%)	~(5%)
<ul style="list-style-type: none"> China T3M orders down ~5% Oil & gas and automotive contraction across region Recent chemical momentum in China, India and Singapore Labor shortages drive workforce efficiency improvements and remote services demand KOB3 Orders stable with strength in Specialty Chemical 			

Early Signs of Stabilization in Most World Areas
Continues to Support Q3 Orders Trough -- Closely Watching North America for Trough ₃

Emerson Commercial & Residential Solutions

Trailing 3-Month Underlying Orders: Down ~20%

North America			
Mar	Apr	May	T3M
~flat	~(40%)	~(20%)	~(20%)
<ul style="list-style-type: none"> Commercial construction and cold chain demand remain dampened due to COVID-19 Professional tools demand stable, but at low level Home improvement activity remains steady Slow early cooling season in residential HVAC 			

Europe			
Mar	Apr	May	T3M
~5%	~(25%)	~(25%)	~(15%)
<ul style="list-style-type: none"> Commercial HVAC and professional tools remain weak Residential heat pump market remains steady despite COVID-19 downturn 			

Middle East & Africa			
Mar	Apr	May	T3M
~10%	~(40%)	~(45%)	~(20%)
<ul style="list-style-type: none"> COVID-19 economic recovery and reopening delays negatively impact orders momentum Availability of labor for projects remains a challenge 			

Latin America			
Mar	Apr	May	T3M
~10%	~(55%)	~(35%)	~(30%)
<ul style="list-style-type: none"> COVID-19 case growth in Brazil and Peru heavily impacting demand 			

Asia Pacific			
Mar	Apr	May	T3M
~(15%)	~(15%)	~(30%)	~(20%)
<ul style="list-style-type: none"> China T3M orders down ~10%, with stimulus expected to bolster near term demand Commercial AC showing early signs of stabilization India slow COVID-19 reopening after prolonged lockdown 			

Sequential Order Activity Showing Early Signs of Stabilizing in Most World Areas -- Overall, Home Improvement Is Holding While Commercial Markets Remain Weak

