

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q

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

For the quarterly period ended December 31, 2025

OR

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

For the transition period from _____ to _____

Commission file number 1-278

EMERSON ELECTRIC CO.

(Exact name of registrant as specified in its charter)

Missouri

(State or other jurisdiction of
incorporation or organization)



EMERSON™

43-0259330
(I.R.S. Employer
Identification No.)

8027 Forsyth Blvd
St. Louis, Missouri
(Address of principal executive offices)

63105
(Zip Code)

Registrant's telephone number, including area code: **(314) 553-2000**

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 NYSE Texas
2.000% Notes due 2029	EMR 29	New York Stock Exchange
3.000% Notes due 2031	EMR 31A	New York Stock Exchange
3.500% Notes due 2037	EMR 37	New York Stock Exchange

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files).

Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Non-accelerated filer

Accelerated filer

Smaller reporting company

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.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date. Common stock of \$0.50 par value per share outstanding at December 31, 2025: 562.0 million shares.

PART I. FINANCIAL INFORMATION
Item 1. Financial Statements

Consolidated Statements of Earnings
EMERSON ELECTRIC CO. & SUBSIDIARIES

Three months ended December 31, 2024 and 2025
(Dollars in millions, except per share amounts; unaudited)

	Three Months Ended December 31,	
	2024	2025
Net sales	\$ 4,175	4,346
Cost of sales	1,940	2,035
Selling, general and administrative expenses	1,224	1,242
Other deductions, net	228	204
Interest expense (net of interest income of \$44 and \$26, respectively)	8	90
Earnings before income taxes	775	775
Income taxes	182	169
Net earnings	593	606
Less: Noncontrolling interests in subsidiaries	8	1
Net earnings common stockholders	<u>\$ 585</u>	<u>605</u>
Earnings per share:		
Basic	\$ 1.03	1.08
Diluted	\$ 1.02	1.07
Weighted average outstanding shares:		
Basic	568.5	561.8
Diluted	571.1	564.1

See accompanying Notes to Consolidated Financial Statements.

Consolidated Statements of Comprehensive Income
EMERSON ELECTRIC CO. & SUBSIDIARIES

Three months ended December 31, 2024 and 2025
(Dollars in millions; unaudited)

	Three Months Ended December 31,	
	2024	2025
Net earnings	\$ 593	606
Other comprehensive income (loss), net of tax:		
Foreign currency translation	(492)	(20)
Pension and postretirement	3	4
Cash flow hedges	10	8
Total other comprehensive income (loss)	<u>(479)</u>	<u>(8)</u>
Comprehensive income	114	598
Less: Noncontrolling interests in subsidiaries	1	—
Comprehensive income common stockholders	<u>\$ 113</u>	<u>598</u>

See accompanying Notes to Consolidated Financial Statements.

Consolidated Balance Sheets
EMERSON ELECTRIC CO. & SUBSIDIARIES

(Dollars and shares in millions, except per share amounts; unaudited)

	<u>Sept 30, 2025</u>	<u>Dec 31, 2025</u>
ASSETS		
Current assets		
Cash and equivalents	\$ 1,544	1,748
Receivables, less allowances of \$123 and \$124, respectively	3,101	2,972
Inventories	2,213	2,353
Other current assets	1,725	1,770
Total current assets	<u>8,583</u>	<u>8,843</u>
Property, plant and equipment, net	2,871	2,867
Other assets		
Goodwill	18,193	18,182
Other intangible assets	9,458	9,205
Other	2,859	2,842
Total other assets	<u>30,510</u>	<u>30,229</u>
Total assets	<u>\$ 41,964</u>	<u>41,939</u>
LIABILITIES AND EQUITY		
Current liabilities		
Short-term borrowings and current maturities of long-term debt	\$ 4,797	5,832
Accounts payable	1,384	1,339
Accrued expenses	3,616	3,349
Total current liabilities	<u>9,797</u>	<u>10,520</u>
Long-term debt	8,319	7,575
Other liabilities	3,550	3,552
Equity		
Common stock, \$0.50 par value; authorized, 1,200.0 shares; issued, 953.4 shares; outstanding, 562.8 shares and 562.0 shares, respectively	477	477
Additional paid-in-capital	85	16
Retained earnings	40,603	40,871
Accumulated other comprehensive income (loss)	(821)	(828)
Cost of common stock in treasury, 390.6 shares and 391.4 shares, respectively	<u>(20,062)</u>	<u>(20,259)</u>
Common stockholders' equity	<u>20,282</u>	<u>20,277</u>
Noncontrolling interests in subsidiaries	16	15
Total equity	<u>20,298</u>	<u>20,292</u>
Total liabilities and equity	<u>\$ 41,964</u>	<u>41,939</u>

See accompanying Notes to Consolidated Financial Statements.

Consolidated Statements of Equity
EMERSON ELECTRIC CO. & SUBSIDIARIES

Three months ended December 31, 2024 and 2025
(Dollars in millions; unaudited)

	Three Months Ended December 31,	
	2024	2025
Common stock	\$ 477	477
Additional paid-in-capital		
Beginning balance	169	85
Stock plans	(56)	(92)
Reclass negative APIC to retained earnings	—	23
Ending balance	113	16
Retained earnings		
Beginning balance	40,830	40,603
Net earnings common stockholders	585	605
Dividends paid (per share: \$0.5275 and \$0.555, respectively)	(303)	(314)
Reclass negative APIC to retained earnings	—	(23)
Ending balance	41,112	40,871
Accumulated other comprehensive income (loss)		
Beginning balance	(868)	(821)
Foreign currency translation	(485)	(19)
Pension and postretirement	3	4
Cash flow hedges	10	8
Ending balance	(1,340)	(828)
Treasury stock		
Beginning balance	(18,972)	(20,062)
Purchases	(946)	(252)
Issued under stock plans	46	55
Ending balance	(19,872)	(20,259)
Common stockholders' equity	20,490	20,277
Noncontrolling interests in subsidiaries		
Beginning balance	5,873	16
Net earnings	8	1
Stock plans	15	—
Dividends paid	—	(1)
Other comprehensive income	(7)	(1)
Ending balance	5,889	15
Total equity	\$ 26,379	20,292

See accompanying Notes to Consolidated Financial Statements.

Consolidated Statements of Cash Flows
EMERSON ELECTRIC CO. & SUBSIDIARIES

Three Months Ended December 31, 2024 and 2025
(Dollars in millions; unaudited)

	Three Months Ended December 31,	
	2024	2025
Operating activities		
Net earnings	\$ 593	606
Adjustments to reconcile net earnings to net cash provided by operating activities:		
Depreciation and amortization	383	359
Stock compensation	68	55
Changes in operating working capital	(154)	(357)
Other, net	(113)	36
Cash provided by operating activities	<u>777</u>	<u>699</u>
Investing activities		
Capital expenditures	(83)	(97)
Purchases of businesses, net of cash and equivalents acquired	(37)	—
Other, net	(22)	(28)
Cash used in investing activities	<u>(142)</u>	<u>(125)</u>
Financing activities		
Net increase (decrease) in short-term borrowings	2	(485)
Proceeds from short-term borrowings greater than three months	—	3,473
Payments of short-term borrowings greater than three months	—	(2,099)
Payments of long-term debt	(2)	(587)
Dividends paid	(301)	(312)
Purchases of common stock	(899)	(250)
Other, net	(91)	(104)
Cash used in financing activities	<u>(1,291)</u>	<u>(364)</u>
Effect of exchange rate changes on cash and equivalents	(98)	(6)
Increase (decrease) in cash and equivalents	<u>(754)</u>	<u>204</u>
Beginning cash and equivalents	3,588	1,544
Ending cash and equivalents	<u>\$ 2,834</u>	<u>1,748</u>
Changes in operating working capital		
Receivables	\$ 156	119
Inventories	(86)	(141)
Other current assets	(5)	(52)
Accounts payable	(53)	(33)
Accrued expenses	(166)	(250)
Total changes in operating working capital	<u>\$ (154)</u>	<u>(357)</u>

See accompanying Notes to Consolidated Financial Statements.

Notes to Consolidated Financial Statements EMERSON ELECTRIC CO. & SUBSIDIARIES

(Dollars and shares in millions, except per share amounts or where noted)

(1) BASIS OF PRESENTATION

In the opinion of management, the accompanying unaudited consolidated financial statements of Emerson Electric Co. ("Emerson", "we", "us", "our" or the "Company") include all adjustments necessary for a fair presentation of operating results for the interim periods presented. Adjustments consist of normal and recurring accruals. The consolidated financial statements are presented in accordance with the requirements of Form 10-Q and consequently do not include all disclosures required for annual financial statements presented in conformity with U.S. generally accepted accounting principles (GAAP). For further information, refer to the consolidated financial statements and notes thereto included in the Company's Annual Report on Form 10-K for the year ended September 30, 2025.

On November 20, 2025, Emerson announced that with the completion of the Company's transformation, it has revised its management organization and updated its reportable segments. Effective in fiscal 2026, Emerson now reports results for five segments: Control Systems & Software and Test & Measurement, which are combined and reported as the Software & Systems group; Sensors and Final Control, which are combined and reported as the Intelligent Devices group; and Safety & Productivity. Prior year amounts have been reclassified to conform to the current year presentation. See Note 13 for further details.

(2) REVENUE RECOGNITION

Emerson is a global technology and software company that provides innovative solutions for customers in a wide range of end markets around the world. The majority of the Company's revenues relate to a broad offering of manufactured products and software which are recognized at the point in time when control transfers, while a smaller portion is recognized over time or relates to sales arrangements with multiple performance obligations. See Note 13 for additional information about the Company's revenues.

The following table summarizes the balances of the Company's unbilled receivables (contract assets), which are reported in Other assets (current and noncurrent), and its customer advances (contract liabilities), which are reported in Accrued expenses and Other liabilities.

	<u>Sept 30, 2025</u>	<u>Dec 31, 2025</u>
Unbilled receivables (contract assets)	\$ 1,891	1,900
Customer advances (contract liabilities)	(1,105)	(1,171)
Net contract assets (liabilities)	<u>\$ 786</u>	<u>729</u>

The majority of the Company's contract balances relate to (1) arrangements where revenue is recognized over time and payments from customers are made according to a contractual billing schedule, and (2) revenue from term software license arrangements where the license revenue is recognized upfront upon delivery. Revenue recognized for the three months ended December 31, 2025 included \$428 that was included in the beginning contract liability balance. Other factors that impacted the change in net contract assets were immaterial. Revenue recognized for the three months ended December 31, 2025 for performance obligations that were satisfied in previous periods, including cumulative catchup adjustments on the Company's long-term contracts, was immaterial.

As of December 31, 2025, the Company's backlog relating to unsatisfied (or partially unsatisfied) performance obligations in contracts with its customers was approximately \$9.2 billion. The Company expects to recognize approximately 75 percent of its remaining performance obligations as revenue over the next 12 months, with the remainder substantially over the following two years.

(3) COMMON SHARES

Reconciliations of weighted-average shares for basic and diluted earnings per common share follow. Diluted earnings per share are calculated using the two-class method. Earnings allocated to participating securities were inconsequential.

	Three Months Ended December 31,	
	2024	2025
Basic shares outstanding	568.5	561.8
Dilutive shares	2.6	2.3
Diluted shares outstanding	571.1	564.1

(4) ACQUISITIONS AND DIVESTITURES

AspenTech

On March 12, 2025, Emerson completed its purchase of the remaining outstanding shares of common stock of AspenTech not already owned by the Company for approximately \$7.2 billion. Emerson also incurred fees of \$76 (\$65 after-tax) and paid \$76 to settle certain AspenTech share-based awards that were outstanding prior to the transaction closing. The purchase of the remaining outstanding shares and related costs were reported as an adjustment to Equity in 2025. Separately, AspenTech incurred \$127 (\$113 after-tax) of deal-related fees which were reported as acquisition/divestiture costs in Other deductions, net in 2025. AspenTech is now reported as a part of the Control Systems & Software segment in the Software & Systems business group, see Note 13.

Other Transactions

On November 15, 2024, AspenTech acquired Open Grid Systems Limited, a global provider of network model management technology and a pioneer in developing model-driven applications supporting open access to data through industry standards, for a total purchase price of \$46, net of cash acquired. The Company recognized goodwill of \$32 (none of which is expected to be tax deductible) and other identifiable intangible assets of \$20, consisting of developed technology and customer relationships with a weighted-average useful life of approximately 5 years.

(5) PENSION & POSTRETIREMENT PLANS

Total periodic pension and postretirement (income) expense is summarized below:

	Three Months Ended December 31,	
	2024	2025
Service cost	\$ 18	19
Interest cost	48	48
Expected return on plan assets	(73)	(75)
Net amortization	4	5
Total	\$ (3)	(3)

(6) OTHER DEDUCTIONS, NET

Other deductions, net are summarized below:

	Three Months Ended December 31,	
	2024	2025
Amortization of intangibles (intellectual property and customer relationships)	\$ 229	205
Restructuring costs	11	9
Acquisition/divestiture costs	13	1
Foreign currency transaction (gains) losses	1	13
Other	(26)	(24)
Total	\$ 228	204

For the three months ended December 31, 2025, the decrease in intangibles amortization was largely due to backlog amortization of \$26 in the prior year related to the AspenTech acquisition. Other is composed of several items, including pension expense, litigation costs, provision for bad debt and other items, none of which is individually significant.

(7) RESTRUCTURING COSTS

Restructuring expense reflects costs associated with the Company's ongoing efforts to improve operational efficiency and deploy assets globally in order to remain competitive on a worldwide basis. The Company expects fiscal 2026 restructuring expense and related costs to be approximately \$100, including costs to complete actions initiated in the first three months of the year.

Restructuring expense by business segment follows:

	Three Months Ended December 31,	
	2024	2025
Control Systems & Software	\$ 2	1
Test & Measurement	(1)	—
Software & Systems	1	1
Sensors	1	5
Final Control	7	2
Intelligent Devices	8	7
Safety & Productivity	1	1
Corporate	1	—
Total	\$ 11	9

Details of the change in the liability for restructuring costs during the three months ended December 31, 2025 follow:

	Sept 30, 2025	Expense	Utilized/Paid	Dec 31, 2025
Severance and benefits	\$ 116	4	25	95
Other	4	5	6	3
Total	\$ 120	9	31	98

The tables above do not include \$2 and \$2 of costs related to restructuring actions incurred for the three months ended December 31, 2025 and 2024, respectively.

(8) TAXES

Income taxes were \$169 in the first quarter of fiscal 2026 and \$182 in 2025, resulting in effective tax rates of 22 percent and 24 percent, respectively. In the current year, the One Big Beautiful Bill Act (the "OBBBA") increased the effective tax rate by approximately 1 percentage point due to a lower tax deduction for foreign derived intangible income from the change to domestic research and development in fiscal 2026. Excluding the impact related to the OBBBA, the lower rate in the current year reflected favorable tax items compared to unfavorable items in the prior year.

(9) OTHER FINANCIAL INFORMATION

	Sept 30, 2025	Dec 31, 2025
<u>Inventories</u>		
Finished products	\$ 520	563
Raw materials and work in process	1,693	1,790
Total	<u><u>\$ 2,213</u></u>	<u><u>2,353</u></u>
<u>Property, plant and equipment, net</u>		
Property, plant and equipment, at cost	\$ 6,408	6,461
Less: Accumulated depreciation	3,537	3,594
Total	<u><u>\$ 2,871</u></u>	<u><u>2,867</u></u>
<u>Goodwill by business segment</u>		
Control Systems & Software	\$ 9,095	9,096
Test & Measurement	3,468	3,463
Software & Systems	<u>12,563</u>	<u>12,559</u>
Sensors	1,604	1,602
Final Control	3,400	3,396
Intelligent Devices	<u>5,004</u>	<u>4,998</u>
Safety & Productivity	626	625
Total	<u><u>\$ 18,193</u></u>	<u><u>18,182</u></u>
<u>Other intangible assets</u>		
Gross carrying amount	\$ 15,832	15,843
Less: Accumulated amortization	6,374	6,638
Net carrying amount	<u><u>\$ 9,458</u></u>	<u><u>9,205</u></u>

Other intangible assets include customer relationships, net, of \$5,657 and \$5,801 and intellectual property, net, of \$3,292 and \$3,411 as of December 31, 2025 and September 30, 2025, respectively.

	Three Months Ended December 31,	
	2024	2025
<u>Depreciation and amortization expense includes the following:</u>		
Depreciation expense	\$ 83	84
Amortization of intangibles (includes \$49 and \$49 reported in Cost of Sales, respectively)	278	254
Amortization of capitalized software	22	21
Total	<u><u>\$ 383</u></u>	<u><u>359</u></u>

	<u>Sept 30, 2025</u>	<u>Dec 31, 2025</u>
<u>Items reported in other noncurrent assets include the following:</u>		
Pension assets	\$ 1,229	1,247
Operating lease right-of-use assets	637	640
Unbilled receivables (contract assets)	621	608
Deferred income taxes	79	75
Asbestos-related insurance receivables	55	52
<u>Items reported in accrued expenses include the following:</u>		
Customer advances (contract liabilities)	\$ 1,031	1,088
Employee compensation	740	461
Income taxes	130	193
Operating lease liabilities (current)	138	139
Product warranty	90	85
<u>Items reported in other liabilities include the following:</u>		
Deferred income taxes	\$ 1,822	1,792
Operating lease liabilities (noncurrent)	505	513
Pension and postretirement liabilities	467	454
Asbestos litigation	131	126

(10) FINANCIAL INSTRUMENTS

Hedging Activities – As of December 31, 2025, the notional amount of foreign currency hedge positions was approximately \$4.2 billion. All derivatives receiving hedge accounting are cash flow hedges. The majority of hedging gains and losses deferred as of December 31, 2025 are expected to be recognized over the next 12 months as the underlying forecasted transactions occur. Gains and losses on foreign currency derivatives reported in Other deductions, net reflect hedges of balance sheet exposures that do not receive hedge accounting. Cash flows related to foreign currency hedges are classified within operating cash flows.

Net Investment Hedge – In fiscal 2019, the Company issued euro-denominated debt of €1.5 billion, of which €500 was repaid in 2024. During the quarter, the Company repaid an additional €500 of 1.25% euro notes that matured in October 2025. In fiscal 2025, the Company issued €500 of 3.0% notes due March 2031 and €500 of 3.5% notes due March 2037. The euro notes reduce foreign currency risk associated with the Company's international subsidiaries that use the euro as their functional currency and have been designated as a hedge of a portion of the investment in these operations. Foreign currency gains or losses associated with the euro-denominated debt are deferred in accumulated other comprehensive income (loss) and will remain until the hedged investment is sold or substantially liquidated. Cash flows related to the euro-denominated debt are classified within financing cash flows.

The following gains and losses are included in earnings and other comprehensive income (OCI) for the three months ended December 31, 2025 and 2024:

<u>Gains (Losses)</u>	<u>Location</u>	<u>Three Months Ended December 31,</u>			
		<u>Into Earnings</u>		<u>Into OCI</u>	
		<u>2024</u>	<u>2025</u>	<u>2024</u>	<u>2025</u>
Foreign currency	Sales	1	1	11	4
Foreign currency	Cost of sales	—	5	3	12
Foreign currency	Other deductions, net	(51)	(9)		
Net Investment Hedges					
Euro denominated debt				70	12
Total		<u>\$ (50)</u>	<u>(3)</u>	<u>84</u>	<u>28</u>

Regardless of whether derivatives and non-derivative financial instruments receive hedge accounting, the Company expects hedging gains or losses to be offset by losses or gains on the related underlying exposures. The amounts ultimately recognized will differ from those presented above for open positions, which remain subject to ongoing market price fluctuations until settlement. Derivatives receiving hedge accounting are highly effective and no amounts were excluded from the assessment of hedge effectiveness.

Fair Value Measurement – Valuations for all derivatives and the Company's long-term debt fall within Level 2 of the GAAP valuation hierarchy. As of December 31, 2025, the fair value of long-term debt was approximately \$7.6 billion, which was lower than the carrying value by \$694. The fair value of foreign currency contracts, which are reported in Other current assets and Accrued expenses, did not materially change since September 30, 2025.

Counterparties to derivatives arrangements are companies with investment-grade credit ratings. The Company has bilateral collateral arrangements with counterparties with credit rating-based posting thresholds that vary depending on the arrangement. If credit ratings on the Company's debt fall below pre-established levels, counterparties can require immediate full collateralization of all derivatives in net liability positions. The maximum amount that could potentially have been required was immaterial. The Company also can demand full collateralization of derivatives in net asset positions should any counterparty credit ratings fall below certain thresholds. No collateral was posted with counterparties and none was held by the Company as of December 31, 2025.

(11) ACCUMULATED OTHER COMPREHENSIVE INCOME (LOSS)

Activity in Accumulated other comprehensive income (loss) for the three months ended December 31, 2025 and 2024 is shown below, net of income taxes:

	Three Months Ended December 31,	
	2024	2025
<u>Foreign currency translation</u>		
Beginning balance	\$ (616)	(565)
Other comprehensive income (loss), net of tax of \$16 and \$(3), respectively	(485)	(19)
Ending balance	<u>(1,101)</u>	<u>(584)</u>
<u>Pension and postretirement</u>		
Beginning balance	(245)	(269)
Amortization of deferred actuarial losses into earnings, net of tax of \$(1) and \$(1), respectively	3	4
Ending balance	<u>(242)</u>	<u>(265)</u>
<u>Cash flow hedges</u>		
Beginning balance	(7)	13
Gains deferred during the period, net of taxes of \$(3) and \$(4), respectively	11	12
Reclassification of realized (gains) losses to sales and cost of sales, net of tax of \$— and \$2, respectively	(1)	(4)
Ending balance	<u>3</u>	<u>21</u>
Accumulated other comprehensive income (loss)	<u><u>\$ (1,340)</u></u>	<u><u>(828)</u></u>

(12) STOCK-BASED COMPENSATION

In 2025, the Board of Directors of the Company adopted and shareholders approved the 2025 Employee Stock Purchase Plan (the "ESPP"), and the plan commenced on January 1, 2026. The ESPP permits eligible employees to purchase shares of common stock at a discount through payroll deductions with a maximum of 10 million shares of common stock available to be issued over the term of the plan. The shares purchasable under the ESPP shall be shares of authorized but unissued or reacquired common stock, including shares of common stock purchased on the open market.

(13) BUSINESS SEGMENTS

On November 20, 2025, Emerson announced that with the completion of the Company's portfolio transformation, it has revised its management organization and updated its reportable segments. Effective in fiscal 2026, Emerson now reports results for five segments which are described in further detail below. Prior year amounts have been reclassified to conform to the current year presentation.

The **Control Systems & Software** segment delivers a portfolio of automation systems, intelligent software and industrial AI solutions. This segment empowers industrial organizations worldwide to harness data, optimize performance and achieve operational excellence on the plant level and across the enterprise.

Featuring market-leading brands and technologies – including DeltaV™ and Ovation™ control systems and AspenTech's asset optimization software – this segment integrates advanced automation, edge-to-cloud analytics and AI. These solutions enable customers to make faster, smarter decisions, boost productivity and accelerate their digital transformation in complex environments. This segment also now includes programmable automation controllers, which were previously reported in the former Discrete Automation segment.

The **Test & Measurement** segment offers an integrated portfolio of intelligent test platforms, modular hardware and powerful software to accelerate innovation, reduce complexity and enhance product quality. With automated test solutions, the NI brand delivers flexible, AI-enabled tools that provide insights and adaptability for measurement and control challenges across diverse industries.

Featuring open software architectures, flexible hardware systems and expert services, Test & Measurement enables customers to connect data and automation, optimize testing processes and assist in reliable performance. By integrating advanced analytics and automation technologies, these solutions help companies drive efficiency and respond quickly to evolving demands.

The Control Systems & Software and Test & Measurement segments are combined and reported as the **Software & Systems** group.

The **Sensors** segment (formerly described as Measurement & Analytical) delivers leading sensing and measurement solutions that provide real-time, reliable data for the world's most essential applications. Leveraging innovative technologies and trusted brands like Rosemount and Micro Motion, the segment helps customers to monitor critical parameters, optimize operations and support safer, more sustainable performance.

With a comprehensive portfolio that includes secure, wireless and non-intrusive instrumentation, Emerson's Sensors segment empowers organizations to detect, analyze and respond to changing conditions in even the harshest environments. By integrating advanced sensors with automation platforms and analytics, these solutions help customers unlock operational insights, ensure compliance and accelerate productivity at scale.

The **Final Control** segment is a leading supplier of valves, digital valve controllers, actuators and regulators engineered to excel in the most demanding conditions. Anchored by trusted brands like Fisher, ASCO and Bettis, the segment empowers customers to precisely manage the flow of liquids and gases for safer, more reliable and efficient operations. This segment also now includes the fluid & motion control business from the former Discrete Automation segment.

With solutions spanning control, isolation and pressure relief valves, as well as solenoid and pneumatic valves, valve position indicators, cylinders, air preparation equipment and electric linear motion, Final Control supports critical applications across a wide range of industries. By combining deep expertise with leading technologies, these solutions help customers optimize performance and drive long-term sustainability.

The Sensors and Final Control segments are combined and reported as the **Intelligent Devices** group.

The **Safety & Productivity** segment delivers innovative tools, connected equipment and technologies that empower professionals in the mechanical, electrical and plumbing industries. The segment provides a comprehensive range of mechanical, electrical and diagnostic solutions to support critical infrastructure, promote safety and drive productivity across construction, maintenance and industrial environments.

Recently expanded to include the electrical equipment and materials joining businesses from the former Discrete Automation segment, Safety & Productivity combines rugged performance with intelligent design and advanced connectivity.

Summarized information about the Company's results of operations by business segment follows:

Three Months Ended December 31,							
2024							
	Control Systems & Software	Test & Measurement	Software & Systems	Sensors	Final Control	Intelligent Devices	Safety & Productivity
Net Sales	\$ 1,023	359	1,382	972	1,334	2,306	487
Cost of sales	451	89	540	424	698	1,122	276
Selling, general and administrative expenses	277	175	452	260	298	558	110
Other deductions, net	87	108	195	3	33	36	5
Earnings (Loss)	\$ 208	(13)	195	285	305	590	96

Three Months Ended December 31,							
2025							
	Control Systems & Software	Test & Measurement	Software & Systems	Sensors	Final Control	Intelligent Devices	Safety & Productivity
Net Sales	\$ 1,044	409	1,453	996	1,394	2,390	503
Cost of sales	481	103	584	445	722	1,167	285
Selling, general and administrative expenses	277	184	461	270	313	583	112
Other deductions, net	54	108	162	15	28	43	9
Earnings (Loss)	\$ 232	14	246	266	331	597	97

The following table reconciles the total segment results from the tables above to the Company's consolidated results.

Segment Totals	Earnings (Loss)	
	Three Months Ended December 31,	
	2024	2025
Segment Totals	\$ 881	940
Corporate items:		
Stock compensation	(68)	(55)
Unallocated pension and postretirement costs	27	29
Corporate and other	(57)	(49)
Interest expense, net	(8)	(90)
Total	\$ 775	775

Stock compensation for the three months ended December 31, 2025 included \$4 of integration-related stock compensation expense. Corporate and other for the three months ended December 31, 2025 included acquisition/divestiture fees and related costs of \$7 compared to \$22 in the prior year.

Additional segment financial information is presented in the tables below:

	Total Assets		Depreciation and Amortization	
	As of December 31,		Three Months Ended December 31,	
	2024	2025	2024	2025
Control Systems & Software	\$ 16,036	15,995	\$ 149	122
Test & Measurement	8,964	8,722	118	119
Software & Systems	25,000	24,717	267	241
Sensors	3,995	4,209	31	33
Final Control	7,146	7,541	55	56
Intelligent Devices	11,141	11,750	86	89
Safety & Productivity	1,779	1,887	19	19
Corporate and other	4,690	3,585	11	10
Total	\$ 42,610	41,939	\$ 383	359

Sales by geographic destination (Americas, Asia, Middle East & Africa ("AMEA") and Europe) are summarized below:

	Three Months Ended December 31,				Three Months Ended December 31,			
	2024				2025			
	Americas	AMEA	Europe	Total	Americas	AMEA	Europe	Total
Control Systems & Software	\$ 494	303	226	1,023	504	293	247	1,044
Test & Measurement	175	93	91	359	186	117	106	409
Software & Systems	669	396	317	1,382	690	410	353	1,453
Sensors	485	338	149	972	492	338	166	996
Final Control	613	488	233	1,334	650	470	274	1,394
Intelligent Devices	1,098	826	382	2,306	1,142	808	440	2,390
Safety & Productivity	357	53	77	487	369	55	79	503
Total	\$ 2,124	1,275	776	4,175	2,201	1,273	872	4,346

Items 2 and 3.

Management's Discussion and Analysis of Financial Condition and Results of Operations

(Dollars are in millions, except per share amounts or where noted)

OVERVIEW

For the first quarter of fiscal 2026, net sales were \$4.3 billion, up 4 percent compared with the prior year. Underlying sales, which exclude foreign currency translation, acquisitions and divestitures, were up 2 percent. Foreign currency translation had a 2 percent favorable impact.

Earnings attributable to common stockholders were \$605, up 3 percent, and diluted earnings per share were \$1.07, up 5 percent compared with \$1.02 in the prior year. Adjusted diluted earnings per share were \$1.46, up 6 percent compared with \$1.38 in the prior year.

The table below presents the Company's diluted earnings per share on an adjusted basis to facilitate period-to-period comparisons and provide additional insight into the underlying, ongoing operating performance of the Company. Adjusted diluted earnings per share excludes intangibles amortization expense, restructuring expense, first year purchase accounting related items and transaction-related costs, discrete taxes, and certain gains, losses or impairments.

Three Months Ended Dec 31	2024	2025
Diluted earnings per share	\$ 1.02	1.07
Amortization of intangibles	0.31	0.35
Restructuring and related costs	0.02	0.02
Acquisition/divestiture fees and related costs	0.03	0.01
Discrete taxes	—	0.01
Adjusted diluted earnings per share	\$ 1.38	1.46

The table below summarizes the changes in adjusted diluted earnings per share. The items identified below are discussed throughout MD&A, see further discussion above and in the Business Segments and Financial Position sections below.

	Three Months Ended
Adjusted diluted earnings per share - Dec 31, 2024	\$ 1.38
Operations	0.10
Impact of software renewals	(0.06)
Foreign currency	0.01
Effective tax rate	0.02
Share count	0.02
Other	(0.01)
Adjusted diluted earnings per share - Dec 31, 2025	\$ 1.46

RESULTS OF OPERATIONS FOR THE THREE MONTHS ENDED DECEMBER 31

Following is an analysis of the Company's operating results for the first quarter ended December 31, 2025 compared with the first quarter ended December 31, 2024.

<u>Three Months Ended Dec 31</u> (dollars in millions, except per share amounts)	<u>2024</u>	<u>2025</u>	<u>Change</u>
Net sales	\$ 4,175	4,346	4 %
Gross profit	\$ 2,235	2,311	3 %
<i>Percent of sales</i>	53.5 %	53.2 %	(0.3) pts
SG&A	\$ 1,224	1,242	2 %
<i>Percent of sales</i>	29.3 %	28.6 %	(0.7) pts
Other deductions, net	\$ 228	204	
<i>Amortization of intangibles</i>	\$ 229	205	
<i>Restructuring costs</i>	\$ 11	9	
Interest expense, net	\$ 8	90	
Earnings before income taxes	\$ 775	775	— %
<i>Percent of sales</i>	18.6 %	17.8 %	(0.8) pts
Earnings common stockholders	\$ 585	605	3 %
<i>Percent of sales</i>	14.0 %	13.9 %	(0.1) pts
Net earnings common stockholders	\$ 585	605	3 %
Diluted EPS - Earnings	\$ 1.02	1.07	5 %
Adjusted Diluted EPS - Earnings	\$ 1.38	1.46	6 %

Net sales for the first quarter of fiscal 2026 were \$4.3 billion, up 4 percent compared with 2025. Software & Systems sales were up 5 percent, Intelligent Devices sales were up 4 percent, and Safety & Productivity sales were up 3 percent. Underlying sales were up 2 percent on 3 percent higher price, offset by 1 percent lower volume due to a negative impact related to the timing of software renewals. Foreign currency translation had a 2 percent favorable impact. Underlying sales were up 6 percent in the U.S. and flat internationally. The Americas was up 3 percent, Europe was up 3 percent, while Asia, Middle East & Africa was flat (China down 5 percent).

Cost of sales for the first quarter of fiscal 2026 were \$2,035, an increase of \$95 compared with 2025 and gross margin of 53.2 percent decreased 0.3 percentage points. Gross margin was negatively impacted by tariffs, which were more than offset by targeted price actions but diluted margins, and the timing of software renewals. In total, these items negatively impacted gross margin by approximately 0.9 percentage points.

Selling, general and administrative (SG&A) expenses of \$1,242 increased \$18 and SG&A as a percent of sales decreased 0.7 percentage points to 28.6 percent compared with the prior year, reflecting leverage on higher sales and savings from cost reduction actions.

Other deductions, net were \$204 for the first quarter of fiscal 2026, a decrease of \$24 compared with the prior year, reflecting lower amortization due to backlog amortization of \$26 in the prior year related to the AspenTech acquisition.

Pretax earnings of \$775 were flat compared with the prior year. Earnings increased \$51 in Software & Control, \$7 in Intelligent Devices, and \$1 in Safety & Productivity, see the Business Segments discussion that follows and Note 13.

Income taxes were \$169 in the first quarter of fiscal 2026 and \$182 in 2025, resulting in effective tax rates of 22 percent and 24 percent, respectively. In the current year, the One Big Beautiful Bill Act (the "OBBBA") increased the effective tax rate by approximately 1 percentage point due to a lower tax deduction for foreign derived intangible

income from the change to domestic research and development in fiscal 2026. The Company expects the OBBBA to slightly benefit the effective tax rate beginning in fiscal 2027. Excluding the impact related to the OBBBA, the lower rate in the current year reflected favorable tax items compared to unfavorable items in the prior year.

Earnings attributable to common stockholders were \$605, up 3 percent, and diluted earnings per share were \$1.07, up 5 percent compared with \$1.02 in the prior year. Adjusted diluted earnings per share were \$1.46 compared with \$1.38 in the prior year, reflecting strong operating results. See the analysis above of adjusted earnings per share for further details.

The table below, which shows results on an adjusted EBITA basis, is intended to supplement the Company's discussion of its results of operations herein. The Company defines adjusted EBITA as earnings excluding interest expense, net, income taxes, intangibles amortization expense, restructuring expense, first year purchase accounting related items and transaction-related costs, and certain gains, losses or impairments. Adjusted EBITA and adjusted EBITA margin are measures used by management and may be useful for investors to evaluate the Company's operational performance.

<u>Three Months Ended Dec 31</u>	<u>2024</u>	<u>2025</u>	<u>Change</u>
Earnings before income taxes	\$ 775	775	— %
<i>Percent of sales</i>	18.6 %	17.8 %	(0.8) pts
Interest expense, net	8	90	
Amortization of intangibles	278	254	
Restructuring and related costs	13	11	
Acquisition/divestiture fees and related costs	22	11	
Adjusted EBITA	\$ 1,096	1,141	4 %
<i>Percent of sales</i>	26.3 %	26.3 %	— pts

Business Segments

Following is an analysis of operating results for the Company's business segments for the first quarter ended December 31, 2025, compared with the first quarter ended December 31, 2024. The Company defines segment earnings as earnings before interest and taxes. See Note 13 for a discussion of the Company's business segments.

SOFTWARE & SYSTEMS

Three Months Ended Dec 31	2024	2025	Change	FX	Acq/Div	U/L
Sales:						
Control Systems & Software	\$ 1,023	1,044	2 %	(2)%	— %	— %
Test & Measurement	359	409	14 %	(3)%	— %	11 %
Total	\$ 1,382	1,453	5 %	(2)%	— %	3 %
Earnings:						
Control Systems & Software	\$ 208	232	12 %			
Test & Measurement	(13)	14	212 %			
Total	\$ 195	246	26 %			
<i>Margin</i>	<i>14.1 %</i>	<i>17.0 %</i>	<i>2.9 pts</i>			
Amortization of intangibles:						
Control Systems & Software	\$ 127	101				
Test & Measurement	105	107				
Total	\$ 232	208				
Restructuring and related costs:						
Control Systems & Software	\$ 2	1				
Test & Measurement	(1)	—				
Total	\$ 1	1				
Adjusted EBITA	\$ 428	455	6 %			
<i>Adjusted EBITA Margin</i>	<i>31.1 %</i>	<i>31.3 %</i>	<i>0.2 pts</i>			

Software & Systems sales were \$1,453 in the first quarter of 2026, an increase of \$71, or 5 percent compared to the prior year, reflecting strong growth in Test & Measurement. Underlying sales were up 3 percent on 3 percent higher price, while volume was flat including a negative 3 percent impact related to the timing of software renewals. Underlying sales increased 3 percent in the Americas, 3 percent in Asia, Middle East & Africa (China up 1 percent), and 4 percent in Europe. Control Systems & Software sales increased \$21, or 2 percent, and underlying sales increased slightly, reflecting strong demand in power and life sciences, offset by the negative impact related to the timing of software renewals. Test & Measurement sales increased \$50, or 14 percent, and underlying sales increased 11 percent in the first quarter, reflecting strength in aerospace & defense and semiconductor. Earnings for Software & Systems increased \$51, up 26 percent, and margin increased 2.9 percentage points, reflecting leverage on higher sales, savings from cost reduction actions, and lower intangibles amortization and restructuring and related costs compared to the prior year. Adjusted EBITA margin increased 0.2 percentage points, which included a negative impact relating to the timing of software renewals of approximately 2 percentage points.

INTELLIGENT DEVICES

Three Months Ended Dec 31	2024	2025	Change	FX	Acq/Div	U/L
Sales:						
Sensors	\$ 972	996	2 %	(1)%	— %	1 %
Final Control	1,334	1,394	4 %	(2)%	— %	2 %
Total	\$ 2,306	2,390	4 %	(2)%	— %	2 %
Earnings:						
Sensors	\$ 285	266	(7)%			
Final Control	305	331	9 %			
Total	\$ 590	597	1 %			
Margin	25.6 %	25.0 %	(0.6) pts			
Amortization of intangibles:						
Sensors	\$ 10	11				
Final Control	29	28				
Total	\$ 39	39				
Restructuring and related costs:						
Sensors	\$ 1	5				
Final Control	7	2				
Total	\$ 8	7				
Adjusted EBITA	\$ 637	643	1 %			
Adjusted EBITA Margin	27.6 %	26.9 %	(0.7) pts			

Intelligent Devices sales were \$2,390 in the first quarter of 2026, an increase of \$84, or 4 percent. Underlying sales increased 2 percent on 3 percent higher price, offset by 1 percent lower volume. Underlying sales increased 3 percent in the Americas, Europe increased 3 percent and Asia, Middle East & Africa was down 2 percent (China down 8 percent). Sensors sales increased \$24, or 2 percent, reflecting solid growth in Europe. Sales for Final Control increased \$60, or 4 percent, reflecting strong growth in the Americas and solid growth in Europe, with strength in power. Earnings for Intelligent Devices were \$597, an increase of \$7, or 1 percent, while margin decreased 0.6 percentage points to 25.0 percent, reflecting unfavorable foreign currency transaction comparisons, deleverage on lower volume and unfavorable mix, partially offset by favorable price less net material inflation. Adjusted EBITA margin was 26.9 percent, a decrease of 0.7 percentage points.

SAFETY & PRODUCTIVITY

Three Months Ended Dec 31	2024	2025	Change	FX	Acq/Div	U/L
Sales	\$ 487	503	3 %	(2)%	— %	1 %
Earnings Margin	\$ 96 19.7 %	97 19.2 %	1 % (0.5) pts			
Amortization of intangibles	\$ 7	7				
Restructuring and related costs	\$ 1	1				
Adjusted EBITA	\$ 104	105	1 %			
<i>Adjusted EBITA Margin</i>	21.3 %	20.9 %	(0.4) pts			

Safety & Productivity sales were \$503 in the first quarter of 2026, an increase of \$16, or 3 percent compared to the prior year. Underlying sales were up 1 percent on 5 percent higher price offset by 4 percent lower volume. Underlying sales increased 3 percent in the Americas and 2 percent in Asia, Middle East & Africa, while Europe decreased 6 percent. Earnings for Safety & Productivity increased \$1, up 1 percent, while margin decreased 0.5 percentage points, reflecting deleverage on lower volume, offset by higher price less net material inflation and the impact of tariffs, and savings from cost reduction actions. Adjusted EBITA margin decreased 0.4 percentage points.

FINANCIAL CONDITION

Key elements of the Company's financial condition for the three months ended December 31, 2025 as compared to the year ended September 30, 2025 and the three months ended December 31, 2024 follow.

	Dec 31, 2024	Sept 30, 2025	Dec 31, 2025
Operating working capital	\$ 1,468	\$ 2,039	\$ 2,407
Current ratio	1.5	0.9	0.8
Total debt-to-total capital	27.1 %	39.3 %	39.8 %
Net debt-to-net capital	18.9 %	36.2 %	36.5 %
Interest coverage ratio	10.0 X	8.6 X	7.9 X

Operating working capital increased slightly compared to September 30, 2025. The current ratio decreased slightly compared to September 30, 2025. The interest coverage ratio (earnings before income taxes plus interest expense, divided by interest expense) of 7.9X for the 3 months ended December 31, 2025 compares to 10.0X for the 3 months ended December 31, 2024. The decrease reflects higher interest expense compared to the prior year.

Operating cash flow for the first three months of fiscal 2026 was \$699, a decrease of \$78 compared with \$777 in the prior year, reflecting an increase in operating working capital, partially offset by higher earnings. Free cash flow of \$602 in the first three months of fiscal 2026 (operating cash flow of \$699 less capital expenditures of \$97) decreased \$92 compared to free cash flow of \$694 in 2025 (operating cash flow of \$777 less capital expenditures of \$83), reflecting the decrease in operating cash flow. Cash used in investing activities was \$125, and cash used in financing activities was \$364, reflecting share repurchases of \$250 and dividends. During the quarter, the Company repaid €500 of 1.25% euro notes that matured in October 2025.

On February 11, 2025, the Company entered into a \$3 billion, 364-day revolving backup credit facility to support increased commercial paper borrowings. The Company expects to enter into a new 364-day revolving backup credit facility with a reduced capacity prior to the expiration of the current facility. This facility is in addition to the Company's existing \$3.5 billion five-year revolving backup credit facility with various banks, which was entered into in February 2023.

Emerson maintains a conservative financial structure to provide the strength and flexibility necessary to achieve our strategic objectives and has been successful in efficiently deploying cash where needed worldwide to fund operations, complete acquisitions and sustain long-term growth. Emerson is in a strong financial position, with total assets of \$42 billion and common stockholders' equity of \$20 billion, and has the resources available for reinvestment in existing businesses, strategic acquisitions and managing its capital structure on a short- and long-term basis.

FISCAL 2026 OUTLOOK

For fiscal year 2026, consolidated net sales are expected to be up approximately 5.5 percent, with underlying sales up approximately 4 percent, excluding a 1.5 percent favorable impact from foreign currency translation. Earnings per share are expected to be \$4.78 to \$4.93, while adjusted earnings per share are expected to be \$6.40 to \$6.55 (see the following reconciliation).

<u>Outlook for Fiscal 2026 Earnings Per Share</u>	2026
Diluted earnings per share	\$4.78 - \$4.93
Amortization of intangibles	~ 1.38
Restructuring and related costs	~ 0.14
Acquisition/divestiture fees and related costs	~ 0.06
Discrete taxes	~ 0.04
Adjusted diluted earnings per share	\$6.40- \$6.55

Operating cash flow is expected to be \$4.0 to \$4.1 billion and free cash flow, which excludes projected capital spending of approximately \$0.45 billion, is expected to be \$3.5 to \$3.6 billion. The fiscal 2026 outlook assumes returning approximately \$2.2 billion to shareholders through approximately \$1.0 billion of share repurchases and approximately \$1.2 billion of dividend payments.

Statements in this report that are not strictly historical may be "forward-looking" statements, which represent management's expectations, based on currently available information. Actual results, performance or achievements could differ materially from those expressed in any forward-looking statement. Any forward-looking statements in this report speak only as of the date of this report. Emerson undertakes no obligation to update any such statements to reflect new information or later developments. Examples of risks and uncertainties that may cause or actual results or performance to be materially different from those expressed or implied by forward looking statements include the scope, duration and ultimate impacts of the Russia-Ukraine and other global conflicts, as well as economic and currency conditions, market demand, pricing, protection of intellectual property, cybersecurity, tariffs, competitive and technological factors, inflation, among others, which are set forth in the "Risk Factors" of Part I, Item 1A, and the "Safe Harbor Statement" of Part II, Item 7, to the Company's Annual Report on Form 10-K for the year ended September 30, 2025, and in subsequent reports filed with the SEC, which are hereby incorporated by reference. The outlook contained herein represents the Company's expectation for its consolidated results, other than as noted herein.

Item 3. Quantitative and Qualitative Disclosures About Market Risks

There has been no significant change in our exposure to market risk during the three months ended December 31, 2025. For a discussion of our exposure to market risk, refer to Item 7A, "Quantitative and Qualitative Disclosures about Market Risk," contained in our Annual Report on Form 10-K for the fiscal year ended September 30, 2025.

Item 4. Controls and Procedures

The Company maintains a system of disclosure controls and procedures designed to ensure that information required to be disclosed in its reports under the Securities Exchange Act of 1934 is recorded, processed, summarized and reported in a timely manner. This system also is designed to ensure information is accumulated and communicated to management, including the Company's certifying officers, to allow timely decisions regarding required disclosure. Based on an evaluation performed, the certifying officers have concluded that the disclosure controls and procedures were effective as of the end of the period covered by this report.

Notwithstanding the foregoing, there can be no assurance that the Company's disclosure controls and procedures will detect or uncover all failures of persons within the Company and its consolidated subsidiaries to report material information otherwise required to be set forth in the Company's reports.

There was no change in the Company's internal control over financial reporting during the period covered by this report that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.

PART II. OTHER INFORMATION

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

<u>Period</u>	<u>Total Number of Shares Purchased (000s)</u>	<u>Average Price Paid Per Share</u>	<u>Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs (000s)</u>	<u>Maximum Number of Shares that May Yet Be Purchased Under the Plans or Programs (000s)</u>
October 2025	1,055	\$132.39	1,055	18,555
November 2025	590	\$130.22	590	67,965
December 2025	248	\$135.17	248	67,717
Total	1,893	\$132.08	1,893	67,717

In November 2025, the Board of Directors authorized the purchase of up to 50 million shares. This is in addition to the authorization approved by the Board in March 2020 for the purchase of up to 60 million shares. Approximately 67.7 million shares remain available at December 31, 2025.

Item 5. Other Information

During the three-month period ended December 31, 2025, none of our directors or officers adopted or terminated a Rule 10b5-1 trading arrangement or non-Rule 10b5-1 trading arrangement.

Item 6. Exhibits

(a) Exhibits (Listed by numbers corresponding to the Exhibit Table of Item 601 in Regulation S-K).

10.1 [Form of Special Performance-based Nonqualified Stock Option Agreement](#), filed herewith.

31 [Certifications pursuant to Exchange Act Rule 13a-14\(a\)](#).

32 [Certifications pursuant to Exchange Act Rule 13a-14\(b\) and 18 U.S.C. Section 1350](#).

101.INS Attached as Exhibit 101 to this report are the following documents formatted in iXBRL (Inline Extensible Business Reporting Language): (i) Consolidated Statements of Earnings for the three months ended December 31, 2025 and 2024, (ii) Consolidated Statements of Comprehensive Income for the three months ended December 31, 2025 and 2024, (iii) Consolidated Balance Sheets as of September 30, 2025 and December 31, 2025, (iv) Consolidated Statements of Equity for the three months ended December 31, 2025 and 2024, (v) Consolidated Statements of Cash Flows for the three months ended December 31, 2025 and 2024, and (vi) Notes to Consolidated Financial Statements for the three months ended December 31, 2025 and 2024.

101.SCH Inline XBRL Taxonomy Extension Schema Document

101.CAL Inline XBRL Taxonomy Extension Calculation Linkbase Document

101.DEF Inline XBRL Taxonomy Extension Definition Linkbase Document

101.LAB Inline XBRL Taxonomy Extension Label Linkbase Document

101.PRE Inline XBRL Taxonomy Extension Presentation Linkbase Document

104 Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101).

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 thereunto duly authorized.

EMERSON ELECTRIC CO.

By /s/ M. J. Baughman
M. J. Baughman
Executive Vice President, Chief Financial Officer
and Chief Accounting Officer
(on behalf of the registrant and as Chief Financial Officer)
February 3, 2026

NONQUALIFIED STOCK OPTION AGREEMENT
UNDER
EMERSON ELECTRIC CO.
2024 EQUITY INCENTIVE PLAN

WITNESSETH THAT:

WHEREAS, the Board of Directors of Emerson Electric Co. ("Board of Directors") has adopted the Emerson Electric Co. 2024 Equity Incentive Plan (the "Plan") pursuant to which options covering an aggregate of sixteen million (16,000,000) shares of the Common Stock of Emerson Electric Co. (the "Company") may be granted to certain employees of the Company and its subsidiaries as provided in the Plan; and

WHEREAS, the Committee has determined to make an award under the Plan to the employee of the Company identified in the signature block of this Agreement ("Optionee"); and

WHEREAS, the Company desires to grant to Optionee the option to purchase certain shares of its Common Stock under the terms of the Plan, which option is not intended to qualify as an incentive stock option within the meaning of Section 422 of the Internal Revenue Code of 1986, as amended (hereinafter referred to as an "Incentive Stock Option"); and

WHEREAS, Optionee agrees and acknowledges that the grant of said option is valuable consideration; and

WHEREAS, Optionee's execution of the attached Notice of Grant of Stock Options and Option Agreement (the "Notice Agreement") shall constitute Optionee's agreement to and acceptance of all of the terms and conditions set forth in this Nonqualified Stock Option Agreement (the "Agreement");

NOW, THEREFORE, in consideration of the premises, and of the mutual agreements hereinafter set forth, it is covenanted and agreed as follows:

1. Grant Subject to Plan. This option is granted under and is expressly subject to, all the terms and provisions of the Plan, which terms and provisions are incorporated herein by reference. The Compensation Committee ("Committee") of the Board of Directors has been appointed by the Board of Directors, and designated by it, as the Committee to make grants of options.

2. Grant and Terms of Option. Pursuant to action of the Committee, the Company hereby grants to Optionee the option to purchase all or any part of the number of shares of the Common Stock of the Company, par value of \$.50 per share ("Common Stock"), set forth in the Notice Agreement for the period and at the purchase price designated in the Notice Agreement; provided, however, that the right to exercise such option shall be, and is

hereby, restricted so that the shares to which this option relates may not be purchased prior to the Vesting Date assigned to each of the shares as set forth in the Notice Agreement. The foregoing right to exercise is subject to the provisions of Section 6 hereof. Notwithstanding the foregoing, in the event of a Double-Trigger Event in connection with a Change of Control (as defined in the Plan) Optionee may purchase 100% of the total number of shares to which this option relates if the conditions set forth in the Plan are met in conjunction with such Change of Control. In no event may this option or any part thereof be exercised after the expiration of ten (10) years from the date hereof ("Term"). The purchase price of the shares subject to this option may be paid for (a) in cash, (b) by tender, either actually or by attestation, to the Company of shares of Common Stock already owned by Optionee and registered in his or her name or held for his or her benefit by a registered holder, having a Fair Market Value equal to the cash exercise price of the option being exercised, or (c) by a combination of methods of payment specified in clauses (a) and (b), all in accordance with the Plan.

3. Anti-Dilution Provisions. The number of shares covered by this Agreement and the price thereof shall be adjusted as provided in the Plan in event of certain anti-dilution events as described the Plan.

4. Investment Purpose. If the shares subject to the Plan are not registered under the Securities Act of 1933, Optionee acknowledges that a restrictive legend, in substantially the following form, will be printed on the certificates representing the shares acquired by Optionee on exercise of all or any part of this option:

"The shares represented by this certificate have not been registered under the Securities Act of 1933, but have been issued or transferred to the registered owner pursuant to the exemption afforded by Section 4(a)(2) of said Act. No transfer or assignment of these shares by the registered owner shall be valid or effective, and the issuer of these shares shall not be required to give any effect to any transfer or attempted transfer of these shares, including without limitation, a transfer by operation of law, unless (a) the issuer shall have received an opinion of its counsel that the shares may be transferred without requirement of registration under said Act, or (b) there shall have been delivered to the issuer a 'no-action' letter from the staff of the Securities and Exchange Commission, or (c) the shares are registered under said Act."

5. Non-Transferability. Neither this option nor any rights thereunder or under this Agreement may be assigned, transferred or in any manner encumbered except by will or the laws of descent and distribution, and any attempted assignment, transfer, mortgage, pledge or encumbrance except as herein authorized, shall be void and of no effect. This option may be exercised during Optionee's lifetime only by Optionee.

6. Termination of Employment. In the event of termination of employment of Optionee for any reason other than by death, or disability, each of which is subject to Section 7 herein, or in connection with the Double-Trigger Event which is governed by the Plan, the

options awarded under this Agreement, subject to Optionee's compliance with all other provisions of this Agreement, may be exercised as follows:

(a) Termination prior to the full vesting of all options granted under this Agreement, the Optionee may exercise any vested options for a period of up to six (6) months following the date of termination; all options not vested prior to the termination date, will be cancelled.

(b) Termination after the full vesting of all options granted under the Agreement, the Optionee may exercise all vested options for the remainder of the Term.

7. Death, or Disability of Optionee.

(a) In the event of the death of Optionee while Optionee is employed by the Company this option shall become fully vested and may be exercised, and in the event of death of Optionee after termination of employment, to the extent this option is still exercisable under Sections 6 or 7(b) of this Agreement at the date of death, this option may be exercised, by a legatee or legatees under the option holder's last will, or by personal representatives or distributees, at any time within a period of one (1) year after death, but not after expiration of the Term of this option.

(b) If Optionee terminates employment on account of disability (within the meaning of Section 422 (c) (6) of the Internal Revenue Code), this option shall become fully vested and may be exercised by Optionee (or a representative) within a period of one (1) year after the determination of disability, but not after expiration of the term of this option.

8. Shares Issued on Exercise of Option. It is the intention of the Company that on any exercise of this option it will transfer to Optionee shares of its authorized but unissued Common Stock or transfer Treasury shares, or utilize any combination of Treasury shares and authorized but unissued shares, to satisfy its obligations to deliver shares on any exercise hereof.

9. Committee Administration. This option has been granted pursuant to a determination made by the Committee, and such Committee or any successor or substitute committee authorized by the Board of Directors or the Board of Directors itself, has plenary authority to interpret the Plan, to prescribe, amend and rescind rules and regulations relating to it, and, subject to the express terms of this option, shall have plenary authority to interpret any provision of this option and to make any determinations necessary or advisable for the administration of this option and the exercise of the rights herein granted, and may waive or amend any provisions hereof in any manner not adversely affecting the rights granted to Optionee by the express terms hereof.

10. Option Not An Incentive Stock Option. The option granted hereunder is not intended to be, and will not be treated as, an Incentive Stock Option.

11. No Contract of Employment. Nothing contained in this Agreement shall be considered or construed as creating a contract of employment for any specified period of time. The employment relationship shall continue to be at the will of both parties, either of which may terminate the employment relationship at any time for any reason.

12. Confidential Information and Inventions.

(a) Optionee acknowledges that by virtue of his or her position and responsibilities within Emerson Electric Co. or any of its divisions, subsidiaries or affiliates (collectively, "Emerson"), Optionee has been granted access to Emerson's highly confidential business plans and strategies, which strategies will be implemented in the future. Optionee also acknowledges that by virtue of his or her position and responsibilities within Emerson that Optionee has been granted access to Emerson's confidential and trade secret methods for conducting its business, as well as confidential information regarding customers and customer preferences. Optionee further acknowledges that competitors of Emerson would obtain unfair insights into Emerson's plans, strategies, and confidential business methods should they obtain access to Emerson's plans, strategies, customer relationships, preferences, and business methodologies and that Emerson would be irreparably harmed should a competitor obtain access to this information. Optionee further acknowledges that Emerson is a global company, competing with other global companies, regarding its products and services and customer relationships and preferences. Optionee agrees that he or she will not directly or indirectly for any purpose other than performance of his or her duties for Emerson disclose or cause the disclosure of Emerson's trade secrets or confidential and proprietary information, provided, however, that nothing contained in this Agreement limits Optionee's ability to file a charge or complaint with the Securities and Exchange Commission, or any other federal, state, or local governmental regulatory or law enforcement agency.

(b) All ideas, inventions, discoveries, patents and patent applications (together with all reissuances, continuations, continuations-in-part, revisions, extensions, and re-examinations thereof, and any and all disclosures relating thereto), technology, copyrights, derivative works, trademarks, service marks, improvements, developments, trade secrets, other intellectual property and the like, which are developed, conceived, created, discovered, learned, produced and/or otherwise generated by Optionee, whether individually or otherwise, during Optionee's employment with Emerson, whether or not during working hours, that relate to (i) the business and/or activities of Emerson or which may be of interest to Emerson in its business, (ii) Emerson's anticipated research or development, or (iii) any work performed by Optionee for Emerson, shall be the sole and exclusive property of Emerson, and Emerson shall own any and all right, title and interest to such. Optionee assigns and agrees to assign any and all of the foregoing to Emerson, whenever requested to do so by Emerson, at Emerson's expense, and Optionee agrees to execute any and all applications, assignments or other instruments which Emerson deems desirable or necessary to protect such interests. Optionee shall prepare, keep and maintain detailed and current dated and witnessed records of all of Optionee's inventions, and shall disclose the details of such inventions to Emerson.

13. Restrictions. During Optionee's employment by Emerson, and for a period of two (2) years worldwide immediately after your employment with Emerson ends for any reason, including by reason of divestiture or spin-off, or any exercise of this Option, you will not directly or indirectly, (a) compete against, or enter the employ of or assist any person, firm, corporation or other entity in a business that competes against any business of Emerson in which you were at any time employed, (b) compete against any such Emerson business by soliciting or pursuing its customers, or (c) solicit or hire any Emerson employees. Emerson shall be entitled to all rights and remedies available at law or equity for any breach or threatened breach of this Agreement, including a cancellation of this award and any other outstanding equity awards and/or the return of all shares issued under this award or the Plan, damages and injunctive relief.

14. Severability. Any word, phrase, clause, sentence or other provision hereof which violates or is prohibited by any applicable law, court decree or public policy shall be modified as necessary to avoid the violation or prohibition and so as to make this Agreement enforceable as fully as possible under applicable law, and if such cannot be so modified the same shall be ineffective to the extent of such violation or prohibition without invalidating or affecting the remaining provisions hereof.

15. Governing Law. This Agreement is made in and shall be construed and administered in accordance with the laws of the State of Missouri, without regard to conflicts of law principles which might otherwise be applied. Any litigation arising out of, in connection with or concerning any aspect of this Agreement shall be conducted exclusively in the State or Federal Courts in the State of Missouri, and Optionee hereby consents to the exclusive jurisdiction of said courts.

16 Remedies.

(a) If Optionee breaches or threatens to breach Section 12, 13 and/or 15 of this Agreement, the Company shall be entitled to injunctive relief enforcing this Agreement in addition to any other legal or equitable rights and remedies it may have. The Company in its sole discretion shall also be entitled to recover from Optionee, in lieu of enforcing Section 13 through injunctive relief, the excess of the Fair Market Value of shares subject to any options which have been exercised in the preceding twelve (12) months (or any parts thereof which have been exercised) as of the date of such exercise, over the option price. Optionee shall pay such amount to the Company not later than ten (10) days after the Company has provided Optionee with notice thereof.

(b) The Company's subsidiaries and affiliates are express third party beneficiaries of Sections 12 through 16 of this Agreement.

17. Existing Agreements. Optionee's obligations under Sections 12 through 16 of this Agreement are in addition to, and do not supersede, Optionee's obligations under any other agreements that Optionee may have.

Notice of Grant of Stock Options and Option Agreement

Award Details

Grant Date: _____

Total Options Granted: _____

Grant Price: \$ _____

Total Option Cost: \$ _____

Vesting Schedule:

_____ on _____

Expiration Date: _____

Any option not exercised on or before the expiration date will be cancelled, and no longer available for exercise.

By your signature, you and the Company agree that these stock options are granted and governed by the terms and conditions of the Company's 2024 Equity Incentive Plan, its Offering Circular and this Agreement, all of which are attached and made part of this document.

Signature: _____ Date: _____

Certification

I, S. L. Karsanbhai, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Emerson Electric Co.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors:
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

/s/ S. L. Karsanbhai

S. L. Karsanbhai
President and
Chief Executive Officer
Emerson Electric Co.
February 3, 2026

Certification

I, M. J. Baughman, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Emerson Electric Co.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors:
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

/s/ M. J. Baughman

M. J. Baughman
Executive Vice President,
Chief Financial Officer and
Chief Accounting Officer
Emerson Electric Co.
February 3, 2026

CERTIFICATION PURSUANT TO
EXCHANGE ACT RULE 13a-14(b) AND
18 U.S.C. SECTION 1350

In connection with the Quarterly Report of Emerson Electric Co. (the "Company") on Form 10-Q for the period ended December 31, 2025, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, S. L. Karsanbhai, certify, to the best of my knowledge, pursuant to Exchange Act Rule 13a-14(b) and 18 U.S.C. Section 1350, that:

- (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ S. L. Karsanbhai

S. L. Karsanbhai
President and
Chief Executive Officer
Emerson Electric Co.
February 3, 2026

CERTIFICATION PURSUANT TO
EXCHANGE ACT RULE 13a-14(b) AND
18 U.S.C. SECTION 1350

In connection with the Quarterly Report of Emerson Electric Co. (the "Company") on Form 10-Q for the period ended December 31, 2025, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, M.J. Baughman, certify, to the best of my knowledge, pursuant to Exchange Act Rule 13a-14(b) and 18 U.S.C. Section 1350, that:

- (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ M. J. Baughman
M. J. Baughman
Executive Vice President,
Chief Financial Officer and
Chief Accounting Officer
Emerson Electric Co.
February 3, 2026