
UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE TO

**Tender Offer Statement Under Section 14(d)(1) or 13(e)(1) of
the Securities Exchange Act of 1934**

(Amendment No. 6)

AVOCENT CORPORATION

(Name of Subject Company)

**GLOBE ACQUISITION CORPORATION
EMERSON ELECTRIC CO.**

(Names of Filing Persons – Offeror)

Common Stock, Par Value \$0.001 Per Share

(Title of Class of Securities)

053893103

(Cusip Number of Class of Securities)

Frank L. Steeves

Senior Vice President, Secretary and General Counsel

Emerson Electric Co.

8000 West Florissant Avenue

St. Louis, Missouri 63136

Telephone: (314) 553-2000

*(Name, Address and Telephone Number of Person Authorized to Receive Notices
and Communications on Behalf of Filing Persons)*

Copies to:

Phillip R. Mills, Esq.

Marc O. Williams, Esq.

Davis Polk & Wardwell LLP

450 Lexington Avenue

New York, New York 10017

Telephone: (212) 450-4000

☐ Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

☐ third-party tender offer subject to Rule 14d-1.

☐ issuer tender offer subject to Rule 13e-4.

☐ going-private transaction subject to Rule 13e-3.

☐ amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the results of the tender offer. ☐

This Amendment No. 6 (“**Amendment No. 6**”) amends and supplements the Tender Offer Statement on Schedule TO (the “**Schedule TO**”) originally filed on October 15, 2009, as previously amended, by Emerson Electric Co., a Missouri corporation (“**Emerson**”), and Globe Acquisition Corporation, a Delaware corporation (“**Purchaser**”) and a wholly owned subsidiary of Emerson, relating to the offer by Purchaser to purchase all outstanding shares of common stock, par value \$0.001 per share (“**Shares**”), of Avocent Corporation, a Delaware corporation (“**Avocent**”), for \$25.00 per Share in cash, without interest, less certain applicable taxes, upon the terms and subject to the conditions set forth in the Offer to Purchase dated October 15, 2009 (the “**Offer to Purchase**”) and in the related Letter of Transmittal (which, together with any amendments or supplements thereto, collectively constitute the “**Offer**”).

All capitalized terms used in this Amendment No. 6 without definition have the meanings ascribed to them in the Schedule TO.

The items of the Schedule TO set forth below are hereby amended and supplemented as follows:

Item 12. Exhibits.

Item 12 of the Schedule TO is hereby amended and supplemented by adding the following exhibit:

“(a)(14) Press release issued by Emerson dated December 9, 2009.”

SIGNATURES

After due inquiry and to the best knowledge and belief of the undersigned, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: December 9, 2009

GLOBE ACQUISITION CORPORATION

By: /s/ Alan D. Mielcuszny
Name: Alan D. Mielcuszny
Title: Vice President

EMERSON ELECTRIC CO.

By: /s/ Victor A. Lazzaretti
Name: Victor A. Lazzaretti
Title: Vice President, Deputy General Counsel &
Assistant Secretary

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
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(a)(14)	Press release issued by Emerson dated December 9, 2009.
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**EMERSON TENDER OFFER FOR AVOCENT TO EXPIRE ON DECEMBER 10
NO FURTHER EXTENSIONS EXPECTED**

ST. LOUIS, MO, December 9, 2009 -- As previously announced, on October 15, 2009, Emerson (NYSE: EMR) commenced a tender offer to acquire all of the outstanding shares of common stock of Avocent Corporation (NASDAQ: AVCT) for \$25.00 per share in cash, without interest, less certain applicable taxes. The offer is currently scheduled to expire at 5:00 p.m., EST, on Thursday, December 10, 2009. While there can be no assurance that the tender offer conditions will be satisfied on December 10, 2009, Emerson does not expect that the offer will need to be extended beyond its current expiration date.

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 to customers through its network power, process management, industrial automation, climate technologies, and appliance and tools businesses. Emerson's sales in fiscal 2009 were \$20.9 billion. Emerson is ranked 94th on the Fortune 500 list of America's largest companies. For more information, visit www.Emerson.com.

Forward-looking statements

This document contains certain forward-looking statements. These forward-looking statements may be identified by words such as "believes", "expects", "anticipates", "projects", "intends", "should", "seeks", "estimates", "future" or similar expressions or by discussion of, among other things, strategy, goals, plans or intentions. Various factors may cause actual results to differ materially in the future from those reflected in forward-looking statements contained in this document, among others: (1) economic and currency conditions; (2) market demand; (3) pricing; (4) competitive and technological factors; (5) the risk that the transaction may not be consummated; (6) the risk that a regulatory approval that may be required for the transaction is not obtained or is obtained subject to conditions that are not anticipated; (7) the risk that Avocent will not be integrated successfully into Emerson; and (8) the risk that revenue opportunities, cost savings and other anticipated synergies from the transaction may not be fully realized or may take longer to realize than expected.

Additional Information and Where to Find it

This document is for informational purposes only and does not constitute an offer to purchase or a solicitation of an offer to sell Avocent common stock. The tender offer is being made pursuant to a tender offer statement on Schedule TO (including the Offer to Purchase, Letter of Transmittal and other related tender offer materials) filed by Emerson with the Securities and Exchange Commission (SEC) on October 15, 2009. Avocent also has filed a solicitation/recommendation statement on Schedule 14D-9 with respect to the offer. These materials, as they may be amended from time to time, contain important information, including the terms and conditions of the offer, that should be read carefully before any decision is made with respect to the tender offer. Investors and security holders may obtain a free copy of these materials by contacting the information agent for the tender offer, Morrow & Co., LLC, at (800) 607-0088 (toll-free).

Contact: Mark Polzin (314) 982-1758
or William Walkowiak (314) 982-8622
