

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D. C. 20549

FORM 8-K

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

Date of Report (Date of earliest event
reported): August 7, 2002

Emerson Electric Co.

(Exact Name of Registrant as Specified in Charter)

Missouri	1-278	43-0259330
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification Number)
8000 West Florissant Avenue St. Louis, Missouri		63136
(Address of Principal Executive Offices)		(Zip Code)

Registrant's telephone number, including area code:

(314) 553-2000

Item 7. Financial Statements and Exhibits.

(c) Exhibits

Exhibit No. (99)	Document Additional Exhibits
99.1	Certifications by Chief Executive Officer and Chief Financial Officer of Emerson Electric Co. pursuant to SEC Order 4-460
99.2	Certifications by Chief Executive Officer and Chief Financial Officer of Emerson Electric Co. pursuant to Sarbanes-Oxley Act of 2002

Item 9. Regulation FD Disclosure.

Emerson Electric Co. is furnishing under Item 9 of this Current Report on Form 8-K:

- (i) the information included as Exhibit 99.1 to this report. Exhibit 99.1 consists of copies of the certifications required by Securities and Exchange Commission Order 4-460, which were filed on August 7, 2002.
- (ii) the information included as Exhibit 99.2 to this report. Exhibit 99.2 consists of copies of the certifications required by Section 906 of the Sarbanes-Oxley Act of 2002, which accompanied the Quarterly Report on Form 10-Q filed by the registrant on August 7, 2002.

The information in this Current Report on Form 8-K, including the exhibits, is furnished pursuant to Item 9 and shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that Section.

SIGNATURE

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

EMERSON ELECTRIC CO.
(Registrant)

Date: August 7, 2002

By: s/H.M. Smith

H.M. Smith
Assistant General Counsel and
Assistant Secretary

**Statement Under Oath of Principal Executive Officer and
Principal Financial Officer Regarding Facts and Circumstances Relating to
Exchange Act Filings**

I, D. N. Farr, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Emerson Electric Co., and, except as corrected or supplemented in a subsequent covered report:
- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Company's audit committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
- Annual Report on Form 10-K filed with the Commission on or about December 21, 2001 of Emerson Electric Co.;
 - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Emerson Electric Co. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - any amendments to any of the foregoing.

s/David N. Farr

D. N. Farr,
Chief Executive Officer
(Principal Executive Officer)
Emerson Electric Co.
Date: August 7, 2002

Subscribed and sworn to
before me this 7th day of
August 2002

s/H.M. Smith

Notary Public

My Commission Expires:

HARLEY M. SMITH
Notary Public - Notary Seal
STATE OF MISSOURI
St. Louis County
My Commission Expires: April 7, 2005

**Statement Under Oath of Principal Executive Officer and
Principal Financial Officer Regarding Facts and Circumstances Relating to
Exchange Act Filings**

I, W. J. Galvin, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Emerson Electric Co., and, except as corrected or supplemented in a subsequent covered report:
- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Company's audit committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Annual Report on Form 10-K filed with the Commission on or about December 21, 2001 of Emerson Electric Co.;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Emerson Electric Co. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

s/W. J. Galvin

W. J. Galvin,
Executive Vice President and
Chief Financial Officer
(Principal Executive Officer)
Emerson Electric Co.
Date: August 7, 2002

Subscribed and sworn to
before me this 7th day of
August 2002

s/H.M. Smith

Notary Public

My Commission Expires:

HARLEY M. SMITH
Notary Public - Notary Seal
STATE OF MISSOURI
St. Louis County
My Commission Expires: April 7, 2005

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of Emerson Electric Co. (the "Company") on Form 10-Q for the period ending June 30, 2002 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, D. N. Farr, Chief Executive Officer of the Company, certify, to the best of my knowledge, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, 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/David N. Farr

D. N. Farr
Chief Executive Officer
Emerson Electric Co.
August 7, 2002

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of Emerson Electric Co. (the "Company") on Form 10-Q for the period ending June 30, 2002 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, W. J. Galvin, Executive Vice President and Chief Financial Officer of the Company, certify, to the best of my knowledge, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, 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/W. J. Galvin

W. J. Galvin
Executive Vice President and
Chief Financial Officer
Emerson Electric Co.
August 7, 2002