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

FORM 8-K

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

Date of Report (Date of earliest event
reported): November 4, 2008

Emerson Electric Co.

(Exact Name of Registrant as Specified in Its Charter)

Missouri

(State or Other
Jurisdiction of
Incorporation)

1-278

(Commission
File Number)

43-0259330

(I.R.S. Employer
Identification Number)

8000 West Florissant Avenue
St. Louis, Missouri

(Address of Principal Executive Offices)

63136

(Zip Code)

Registrant's telephone number, including area code:

(314) 553-2000

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

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01. Regulation FD Disclosure.

During a previously announced investor conference call held on Tuesday, November 4, 2008, Emerson senior management discussed the Company's fourth quarter and fiscal year 2008 results. During this call, Emerson senior management also gave the Company's outlook for 2009. Portions of the investor slide presentation relating to the Company's outlook for 2009 are attached hereto as Exhibit 99.1. A replay of the conference call will be available for the next three months via the Internet in the Investor Relations area of Emerson's website at www.emerson.com/financial.

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

Statements in the investor slide presentation that are not strictly historical may be "forward-looking" statements, which involve risks and uncertainties, and the Company undertakes no obligation to update any such statements to reflect later developments. These risks and uncertainties include economic and currency conditions, market demand, pricing, and competitive and technological factors, among others, as set forth in the Company's most recent Form 10-K filed with the Securities and Exchange Commission.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit Number</u>	<u>Description of Exhibits</u>
99.1	Portions of Investor Slide Presentation, posted November 4, 2008.

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: November 4, 2008

By: /s/ Timothy G. Westman
Timothy G. Westman
Vice President, Associate General
Counsel and Assistant Secretary

EXHIBIT INDEX

Exhibit Number

Description of Exhibits

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Fiscal Year 2009 Guidance: Very Uncertain and Challenging Global Economics in 2009

	Delta	2008	2009 Forecast <small>(11/4/08)</small>
	<u>2007-08</u>		
Sales	+12%	\$24.8B	\$23.5 to \$25.5B
Operating Margin*	+70 basis points	16.5%	16.0 – 16.6%
EPS <small>(continuing operations)</small>	+17%	\$3.11	\$2.80 to \$3.20
Operating Cash Flow	9%	\$3.3B	\$3.3B to \$3.5B
Capital Expenditures	5%	\$714M	\$680 - \$725M

Assumptions:

- **Gross Fixed Investment (GFI)**

	<u>2008-2009</u>
US: Residential	(15%) to (20%)
US: Non-residential	(3%) to (5%)
Europe	(1%) to 2%
Japan	(1%) to 1%
China	10% to 12%
India	8% to 12%
Latin America	5% to 7%

- Underlying* sales growth: -4% to +4%
- Currency Unfavorable: ~\$1.1B (-5%)
 - Euro to USD\$ exchange rate: ~1.28
- Assumed future and completed acquisitions +4%
- Restructuring: \$125 to \$150M
- Pension Expense: approx. neutral; cash funding up to \$200M

Summary

- Emerson delivered an outstanding fiscal year 2008, and our businesses and financial position remain very strong as we finished this record year
- Emerson is well positioned as we move into an uncertain fiscal year 2009
 - Strong global footprint
 - International sales 54% of total business
 - Emerging markets 30% of total business
 - Good mix of businesses – we have continued to actively manage the portfolio
 - Financial strength to invest internally and do acquisitions where appropriate

The Global Management Team is Prepared for an
Uncertain and Declining Global Economy



Emerson Business Summary

Reconciliation of Non-GAAP Financial Measures

	Fiscal 2008	Operating Profit	FY 2007	FY 2008	% Change
Underlying Sales *	7%	Net Sales	\$ 22,131	\$ 24,807	12%
Foreign Currency Translation	4 pts	Cost of Sales	14,066	15,668	
Acquisitions/Divestitures	1 pt	SG&A Expense	4,569	5,057	
Net Sales	12%	Operating Profit *	3,496	4,082	17%
		O.P. % *	15.8%	16.5%	
		Other Deductions, Net	175	303	
		Interest Expense, Net	228	188	
		Pretax Earnings	\$ 3,093	\$ 3,591	16%
		Earnings %	14.0%	14.5%	

	Forecasted Fiscal 2009
Underlying Sales *	(4) to 4%
Foreign Currency Translation	(5) pts
Assumed Future and Completed Acquisitions	4 pts
Net Sales	(5) to 3%

	Forecasted Fiscal 2009
Operating Profit*	~\$3,765-\$4,225
% Sales*	16.0%-16.6%
Interest Expense and Other Deductions, Net	~\$ 600
Pretax Earnings	~\$3,165-\$3,625
% Sales	13.5%-14.2%

This information reconciles non-GAAP measures with the most directly comparable GAAP measure (\$M)

