

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): May 2, 2017

Emerson Electric Co.

(Exact Name of Registrant as Specified in Charter)

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

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

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

☐ Emerging growth company

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

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**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(d) On May 2, 2017, the Board of Directors of Emerson Electric Co. (the "Company") elected Gloria A. Flach, Corporate Vice President and Chief Operating Officer of Northrop Grumman Corporation, as a Director of the Company. She will stand for election at the Company's 2018 Annual Meeting of Stockholders. Ms. Flach was also appointed to serve as a member of the Compensation Committee and the Finance Committee.

Ms. Flach will be compensated on the same basis as all other non-management Directors of the Company, as described under "Director Compensation" in the Company's Proxy Statement for its 2017 Annual Meeting of Stockholders. This includes an award of 1,810 shares of restricted stock, representing a \$105,000 pro rata award of the \$140,000 restricted stock portion of the annual retainer payable to all non-management directors.

A copy of the May 2, 2017 press release announcing Ms. Flach's election is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

<u>Exhibit Number</u>	<u>Description of Exhibits</u>
99.1	Press release dated May 2, 2017

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**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: May 2, 2017

By: /s/ John G. Shively  
John G. Shively  
Vice President and  
Assistant Secretary

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## EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description of Exhibits</u>
99.1	Press release dated May 2, 2017



## news release

For immediate release

Media Contact: Mark Polzin (314) 982-1758

### **EMERSON NAMES GLORIA FLACH TO BOARD OF DIRECTORS**

ST. LOUIS, May 2, 2017 – Gloria A. Flach, corporate vice president and chief operating officer of Northrop Grumman Corporation, has been elected to Emerson's (NYSE: EMR) board of directors, Chairman and Chief Executive Officer David N. Farr announced today.

Ms. Flach has served as chief operating officer of Northrop Grumman since January 2016. In this role she is responsible for overseeing and enhancing program execution, risk management and operational excellence across the company. She also provides leadership to the company's global supply chain and is a member of the Corporate Policy Council. Since joining Northrop Grumman in 1981, Ms. Flach has held a number of technical and management positions of increasing importance including having served as corporate vice president and president of Northrop Grumman's former Electronic Systems Sector from 2013 to 2015 and as corporate vice president and president, Enterprise Shared Services from 2010 to 2012.

"Gloria is an excellent addition to the board as she brings a strong understanding of today's global business environment thanks to her extensive operational and technical background," Farr said. "We look forward to the benefit of her experience as we work to position Emerson for continued success."

Flach will serve on the board's compensation committee and finance committee.

Flach earned a bachelor's degree in computer science and a master's degree in business administration from Loyola University, Maryland. She has also completed the Executive Marketing Program at the University of California, Los Angeles and the General Manager's Program at Harvard University. Flach currently serves on the board of directors for the Maryland Business Roundtable for Education, as well as on the University of Maryland, Baltimore County board of visitors and the Loyola University, Maryland, board of advisors.

#### **About Emerson**

Emerson (NYSE: EMR), headquartered in St. Louis, Missouri (USA), is a global technology and engineering company providing innovative solutions for customers in industrial, commercial, and residential markets. Our Emerson Automation Solutions business helps process, hybrid, and discrete manufacturers maximize production, protect personnel and the environment while optimizing their energy and operating costs. Our Emerson Commercial & Residential Solutions business helps ensure human comfort and health, protect food quality and safety, advance energy efficiency, and create sustainable infrastructure. For more information visit [Emerson.com](http://Emerson.com).