

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Sharp Robert T</u> (Last) (First) (Middle) <u>C/O EMERSON ELECTRIC CO.</u> <u>8000 W. FLORISSANT AVENUE</u> (Street) <u>ST. LOUIS</u> <u>MO</u> <u>63136</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>EMERSON ELECTRIC CO [EMR]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>11/20/2019</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) <u>Exec. Pres. Comm & Res. Sols.</u> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/20/2019		M ⁽¹⁾		15,000 ⁽¹⁾	A	\$65.07	150,358.27	D	
Common Stock	11/20/2019		F ⁽²⁾		492 ⁽²⁾	D	\$72.76	149,866.27	D	
Common Stock	11/20/2019		F ⁽³⁾		13,414 ⁽³⁾	D	\$72.76	136,452.27	D	
Common Stock	11/20/2019		M ⁽⁴⁾		15,000 ⁽⁴⁾	A	\$58.97	151,452.27	D	
Common Stock	11/20/2019		F ⁽²⁾		981 ⁽²⁾	D	\$72.76	150,471.27	D	
Common Stock	11/20/2019		F ⁽³⁾		12,156 ⁽³⁾	D	\$72.76	138,315.27	D	
Common Stock								9.017	I	Profit Sharing Plan
Common Stock								617.811	I	401(k) Plan
Common Stock								1,467.79	I	401(k) excess plan

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$65.07	11/20/2019		M ⁽¹⁾			15,000	10/01/2014 ⁽⁵⁾	10/01/2023	Common Stock	15,000	(6)	0	D	
Employee Stock Option (Right to Buy)	\$58.97	11/20/2019		M ⁽⁴⁾			15,000	02/02/2016 ⁽⁵⁾	02/02/2025	Common Stock	15,000	(6)	0	D	

Explanation of Responses:

- Exercise of 4,617 incentive stock options and 10,383 non-qualified stock options exempt under Rule 16b-3.
- Shares withheld for taxes exempt under Rule 16b-3 resulting from nonqualified stock option exercise.
- Payment of option exercise price by delivering securities.
- Exercise of 3,442 incentive stock options and 11,558 non-qualified stock options exempt under Rule 16b-3.
- The options vested in three equal annual installments beginning on the date indicated.
- Price is not applicable to stock options received as incentive compensation.

Remarks:

/s/ John A. Sperino, Attorney-in-Fact for Robert T. Sharp

11/21/2019

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

