

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287
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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>FARR DAVID N</u>  (Last) (First) (Middle) C/O EMERSON ELECTRIC CO. 8000 W. FLORISSANT AVENUE  (Street) ST. LOUIS MO 63136  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>EMERSON ELECTRIC CO [ EMR ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chairman of Board & CEO
	3. Date of Earliest Transaction (Month/Day/Year) 09/28/2020	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	09/28/2020		M <sup>(1)</sup>		77,783 <sup>(1)</sup>	A	\$53.31	2,047,768	D	
Common Stock	09/28/2020		F <sup>(2)</sup>		6,570 <sup>(2)</sup>	D	\$65.71	2,041,198	D	
Common Stock	09/28/2020		F <sup>(3)</sup>		47,887 <sup>(3)</sup>	D	\$65.71	1,993,311	D	
Common Stock	09/28/2020		G <sup>(4)</sup>	V	8,586 <sup>(4)</sup>	D	(5)	1,984,725	D	
Common Stock	09/28/2020		G <sup>(4)</sup>	V	8,586 <sup>(4)</sup>	A	(5)	440,218	I	Spouse
Common Stock								59,723	I	Trust-Daughter
Common Stock								69,723	I	Trust-Son
Common Stock								10,914.92	I	401(k) plan
Common Stock								45,276.246	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
Employee Stock Option (Right to Buy)	\$53.31	09/28/2020		M <sup>(1)</sup>			77,783	10/04/2011 <sup>(6)</sup>	10/04/2020	Common Stock	77,783	(7)	0	D	

**Explanation of Responses:**

- Exercise of 77,783 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 portion of option exercise price by delivering securities.
- Bona fide gift by Reporting Person of 8,586 shares to a revocable trust for the benefit of the Reporting Person's spouse.
- Price is not applicable to acquisitions or dispositions resulting from bona fide gifts.
- When taken together with previously exercised options having the same grant date, exercise price, and expiration date, all such options together 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 David N. Farr 09/29/2020

\*\* 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.

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