

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*<br><u>Karsanbhai Surendralal Lanca</u><br><br>(Last) (First) (Middle)<br><u>C/O EMERSON ELECTRIC CO.</u><br><u>8000 W. FLORRISSANT AVENUE</u><br><br>(Street)<br><u>ST. LOUIS</u> <u>MO</u> <u>63136</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>EMERSON ELECTRIC CO [ EMR ]</u><br><br>3. Date of Earliest Transaction (Month/Day/Year)<br><u>11/03/2020</u><br><br>4. If Amendment, Date of Original Filed (Month/Day/Year) | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>Exec Pres Auto Sols</u><br><br>6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person |
|---|--|---|

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                    | 11/03/2020                           |  | A <sup>(1)</sup>               |   | 7,700   | A          | (2)   | 27,700  | D  |   |
| Common Stock                    | 11/03/2020                           |  | A <sup>(3)</sup>               |   | 5,000 <sup>(3)</sup>  | A          | (4)   | 32,700  | D  |   |
| Common Stock                    |                                      |  |                                |   |   |            |       | 23,129.03   | I  | By Trust  |
| Common Stock                    |                                      |  |                                |   |   |            |       | 453.26  | I  | Custodian Account for Son                             |
| Common Stock                    |                                      |  |                                |   |   |            |       | 453.26  | I  | Custodian Account for Daughter                        |
| Common Stock                    |                                      |  |                                |   |   |            |       | 401.723   | I  | 401(k) plan   |
| Common Stock                    |                                      |  |                                |   |   |            |       | 44.486  | I  | 401(k) excess plan                                    |
| Common Stock                    |                                      |  |                                |   |   |            |       | 192.84  | I  | Profit Sharing Plan                                   |
| Common Stock                    |                                      |  |                                |   |   |            |       | 173.872   | I  | 401(k) excess plan II                                 |

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 |  | Date Exercisable   | Expiration Date |   |  |  |   |  |

Explanation of Responses:

1. Acquisition of 7,700 shares pursuant to Rule 16b-3 upon payout of 14,000 earned units under a performance share award under a shareholder-approved benefit plan. The payout was based on the level of achievement of financial targets for the performance period ended September 30, 2020. Of these 14,000 units, 7,700 units were paid in shares of Issuer stock, with the remaining 6,300 units paid in cash to cover the reporting person's tax obligations.
2. Price is not applicable to acquisitions described in Note 1.
3. Grant of restricted stock under shareholder approved benefit plan exempt pursuant to Rule 16b-3(d).
4. Price is not applicable to acquisitions resulting from grants of restricted stock.

Remarks:

/s/ John A. Sperino, Attorney-in-Fact for Surendralal Lanca Karsanbhai

11/05/2020

\*\* 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.

