

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Post-Effective Amendment No. 1 to
FORM S-8

Registration Statement

Under the Securities Act of 1933

EMERSON ELECTRIC CO.

(Exact name of registrant as specified in its charter)

Missouri

43-0259330

(State or Other Jurisdiction
of Incorporation or Organization)

(IRS Employer
Identification No.)

8000 West Florissant Avenue
St. Louis, Missouri

63136

(Address of Principal
Executive Offices)

(Zip Code)

EMPLOYEE STOCK PURCHASE PLAN OF EMERSON ELECTRIC CO.

(Full title of the plan)

Harley M. Smith, Esq.
Assistant Secretary and Assistant General Counsel
Emerson Electric Co.
8000 West Florissant Avenue
St. Louis, Missouri 63136

(Name and address of agent for service)

(314) 553-2431

(Telephone number, including area code, of agent for service)

The Registrant registered 100,000 shares of Common Stock and related Preferred Share Purchase Rights which were offered to eligible employees of the Registrant pursuant to the Employee Stock Purchase Plan of Emerson Electric Co. The Plan has been discontinued, and, therefore, the Registrant removes from registration all shares of Common Stock and related Preferred Share Purchase Rights not sold pursuant to the Plan.

SIGNATURES

The Registrant. Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the County of St. Louis, State of Missouri on July 21, 1999.

EMERSON ELECTRIC CO.

By: /s/ H. M. Smith

Assistant Secretary and
Assistant General Counsel