

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

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Flavin Lisa</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>07/20/2023</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 <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Senior VP & CCO</u> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person 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	07/20/2023		M ⁽¹⁾		1,000 ⁽¹⁾	A	(2)	52,748	D	
Common Stock	07/20/2023		F ⁽³⁾		298 ⁽³⁾	D	\$92.275	52,450	D	
Common Stock	09/06/2023		M ⁽⁴⁾		4,617 ⁽⁴⁾	A	\$65.07	57,067	D	
Common Stock	09/06/2023		F ⁽⁵⁾		3,059 ⁽³⁾	D	\$98.23	54,008	D	
Common Stock								4,603.034	I	401(k) plan
Common Stock								2,055.34	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				
Restricted Stock Units	(2)	07/20/2023		M ⁽¹⁾			1,000	(6)	(6)	Common Stock	1,000	\$0	0	D	
Employee Stock option (Right to Buy)	\$65.07	09/06/2023		M ⁽⁴⁾		4,617		10/01/2014 ⁽⁷⁾	10/01/2023	Common Stock	4,617	\$0 ⁽⁸⁾	0	D	

Explanation of Responses:

- 1. Vesting of previously reported restricted stock units under shareholder approved benefit plan exempt pursuant to Rule 16b-3.
- 2. Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.
- 3. Shares withheld for required minimum taxes upon vesting of restricted stock units, under shareholder approved benefit plan exempt pursuant to Rule 16b-3.
- 4. Exercise of 4,617 incentive stock options exempt under Rule 16b-3.
- 5. Payment of option exercise price by delivering securities.
- 6. The restricted stock units are subject to a three-year vesting period, vesting on July 20, 2023.
- 7. The options vested in three equal installments beginning on the date indicated.
- 8. Price is not applicable to stock options received as incentive compensation.

/s/ John A. Sperino, Attorney-in-Fact for Lisa Flavin 09/08/2023

** 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.
Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.