
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): January 27, 2021

Emerson Electric Co.

(Exact name of registrant as specified in its charter)

Missouri
(State or other jurisdiction
of incorporation)

1-278
(Commission
File Number)

43-0259330
(IRS Employer
Identification No.)

8000 West Florissant Avenue, St. Louis, Missouri 63136
(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (314) 553-2000

Not Applicable
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbols	Name of each exchange on which registered
Common Stock, \$0.50 par value per share	EMR	New York Stock Exchange
		NYSE Chicago
0.375% Notes due 2024	EMR 24	New York Stock Exchange
1.250% Notes due 2025	EMR 25A	New York Stock Exchange
2.000% Notes due 2029	EMR 29	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On January 27, 2021, David N. Farr indicated that he would retire as Chief Executive Officer of Emerson Electric Co. (the “Company”), effective February 5, 2021. In addition, the Company requested that Mr. Farr, and Mr. Farr has agreed to, continue as a Director and as non-executive Chairman of the Board through May 4, 2021.

Also on January 27, 2021, the Company appointed Surendralal (Lal) L. Karsanbhai as the next Chief Executive Officer of the Company and has elected him as a Director, both effective as of February 5, 2021.

Mr. Karsanbhai, 51, has been Executive President of Automation Solutions since October 2018. Previously, Mr. Karsanbhai was Group President - Measurement & Analytical from 2016 through September 2018, and President Emerson Network Power Europe, Middle East and Africa from 2014 through 2016. Mr. Karsanbhai was appointed to serve as a member of the Executive Committee of the Board. Mr. Karsanbhai’s replacement at Automation Solutions will be named later.

Item 7.01. Regulation FD Disclosures.

The following information is furnished pursuant to Regulation FD.

On February 1, 2021, the Company issued a press release announcing Mr. Farr’s retirement and Mr. Karsanbhai’s appointment. A copy of the press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Forward-Looking and Cautionary Statements

Statements in this Current Report on Form 8-K and furnished in Exhibit 99.1 that are not strictly historical may be “forward-looking” statements, which involve risks and uncertainties, and Emerson undertakes no obligation to update any such statements to reflect later developments. These risks and uncertainties include the scope, duration and ultimate impact of the COVID-19 pandemic as well as economic and currency conditions, market demand, including related to the pandemic and oil and gas price declines and volatility, pricing, protection of intellectual property, cybersecurity, tariffs, competitive and technological factors, among others, as set forth in the Company’s most recent Annual Report on Form 10-K and subsequent reports filed with the SEC.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit Number</u>	<u>Description of Exhibits</u>
99.1	Press Release dated February 1, 2021.
104	Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: February 1, 2021

EMERSON ELECTRIC CO.

By: /s/ John A. Sperino

John A. Sperino

Vice President and Assistant Secretary



news release

For immediate release

Contact: Emily Caine
Phone: 314-369-4855
Email: emily.caine@fleishman.com

**Emerson Chief Executive Officer David N. Farr to Retire;
Lal Karsanbhai to become CEO on Feb. 5**

ST. LOUIS (Feb. 1, 2021) – Emerson (NYSE: EMR), a global technology and industrial software leader, today announced Chief Executive Officer David N. Farr will retire on Feb. 5. Lal Karsanbhai, who has served as executive president of the company's Automation Solutions business since 2018, will become the new CEO of Emerson and join the board of directors. Karsanbhai has led Automation Solutions to strong performance, elevating Emerson's software profile and digital transformation business.

Farr, who was named CEO in 2000 and chairman of Emerson's board of directors in 2004, will remain as chairman through May 4. Over his two decades at the helm of the \$16.8 billion global company, Farr has led Emerson through multiple strategic evolutions to grow the company's global footprint, stay ahead of changing market conditions and advance the organization's capabilities and competitiveness on the worldwide stage.

"David is a tremendous leader who has brought the company through difficult times – 9/11, the dot-com bubble, the Great Recession and now a global pandemic – with conviction and an unwavering belief in the strength of Emerson," said Clemens A.H. Boersig, lead independent director of Emerson's board. "Emerson has a long history of strong leaders in the corner office, with David being just the third CEO in the last 66 years. We wish him the best in his retirement and are grateful to have his expertise in the coming months as chairman of the board."

Under Farr's leadership, Emerson has transformed from a components manufacturing company to an industrial software leader with a singular purpose uniting nearly 85,000 employees: "We drive innovation that makes the world healthier, safer, smarter and more sustainable." Farr built on the company's longstanding disciplined management strategy, making it one of the few companies to increase its dividend to shareholders for 64 consecutive years.

Additionally, Farr has been a fierce champion and sought-after voice for manufacturing. He served as chairman of the board of the National Association of Manufacturers from 2017 to 2019, working on Capitol Hill to advocate and advance initiatives that would build industry in the United States. Farr serves on the board of directors for the US-China Business Council and has been a member of the board of directors of IBM since 2012. He and his wife are highly committed to the St. Louis community, and Farr currently serves on the executive board of the Municipal Theatre Association of St. Louis (The Muny at Forest Park). He has also served on the boards of directors for many nonprofits and educational institutions, including the United Way of Greater St. Louis, and is an active supporter of Forest Park Forever.

Farr joined Emerson in 1981 in a corporate staff position and progressed through corporate and business unit management positions with increasing responsibility before being appointed president of Emerson's Asia-Pacific operations in 1993. After four years in Hong Kong, Farr returned to the United States in 1997 to oversee Emerson's process control business. He was appointed chief operating officer in 1999, a position he held until being named CEO.

"I have had the opportunity to work alongside Lal during his 25-year career at Emerson and have observed his strengths and proven skill as a seasoned leader with a deep understanding of both business operations and the markets we serve," Farr said. "The board of directors has been actively engaged throughout our five-year succession process, and we are confident Lal is well-positioned to continue building on Emerson's legacy of success."

Karsanbhai, who is currently a member of Emerson's Office of the Chief Executive, leads a business with \$11.2 billion in global sales in 2020. The Automation Solutions business offers advanced technologies, software and services to process, discrete and hybrid businesses in industries that include life sciences, power, energy, food and beverage, and water and wastewater.

"I am humbled by the Emerson board and David's confidence in me," Karsanbhai said. "This is an exciting time for the organization as we continue growing Emerson's global software footprint and expanding the company's support of essential industries. I am honored to carry the legacy of Emerson's leadership into the future and look forward to working with the Office of the Chief Executive to drive these vital goals."

Karsanbhai began his career at Emerson in 1995 as an international planner. He was appointed director of corporate planning in 1999, served as vice president of regulator technologies from 2002 to 2005, when he became vice president and general manager of natural gas for Emerson in France. He was named president of Emerson's Fisher regulator technologies in 2008, a role he held until 2012, when he became vice president of planning with responsibility for Emerson's global strategy. He was named president of Emerson's former Network Power business in Europe, Middle East and Africa in 2014 and became group president of Emerson's Rosemount measurement & analytical business in 2016.

During his tenure at Emerson, Karsanbhai has worked in Europe, Africa and North America. He is fluent in Portuguese, French and English. Karsanbhai has a bachelor's degree in economics from the University of Michigan and a master's degree in business administration from Washington University in St. Louis.

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About Emerson

Emerson (NYSE: EMR), headquartered in St. Louis, Missouri (USA), is a global technology and engineering company providing innovative solutions for customers in industrial, commercial and residential markets. Our Automation Solutions business helps process, hybrid and discrete manufacturers maximize production, protect personnel and the environment while optimizing their energy and operating costs. Our Commercial & Residential Solutions business helps ensure human comfort and health, protect food quality and safety, advance energy efficiency and create sustainable infrastructure. For more information visit [Emerson.com](https://www.emerson.com).