

EMERSON ELECTRIC CO

Form 3

October 14, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Train Michael H.
 (Last) (First) (Middle)

8000 W. FLORISSANT AVE.

(Street)

ST. LOUIS, MO 63136

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
 10/04/2016

3. Issuer Name and Ticker or Trading Symbol
 EMERSON ELECTRIC CO [EMR]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 Executive Vice President

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	116,490	D	^
Common Stock	9,339.34	I	401(k) plan
Common Stock	408.168	I	401(k) excess plan
Common Stock	405.485	I	Profit Sharing Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
 2. Date Exercisable and Expiration Date
 3. Title and Amount of Securities Underlying
 4. Conversion
 5. Ownership
 6. Nature of Indirect Beneficial

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(Instr. 4)	(Month/Day/Year)		Derivative Security (Instr. 4)		or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option (Right to Buy)	10/01/2008 ⁽¹⁾	10/01/2017	Common Stock	10,000	\$ 53.835	D	Â
Employee Stock Option (Right to Buy)	08/04/2009 ⁽¹⁾	08/04/2018	Common Stock	5,000	\$ 48.3	D	Â
Employee Stock Option (Right to Buy)	02/19/2010 ⁽¹⁾	02/19/2019	Common Stock	12,000	\$ 30.025	D	Â
Employee Stock Option (Right to Buy)	10/04/2011 ⁽¹⁾	10/04/2020	Common Stock	18,000	\$ 53.31	D	Â
Employee Stock Option (Right to Buy)	10/01/2014 ⁽¹⁾	10/01/2023	Common Stock	22,000	\$ 65.07	D	Â
Employee Stock Option (Right to Buy)	11/03/2016 ⁽¹⁾	11/03/2025	Common Stock	22,000	\$ 49.64	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Train Michael H. 8000 W. FLORISSANT AVE. ST. LOUIS, MO 63136	Â	Â	Â Executive Vice President	Â

Signatures

/s/ John G. Shively, Attorney-in-fact for Michael H. Train 10/14/2016

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) Options become exercisable in three equal installments beginning on the date indicated.

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Remarks:

Exhibit List - Exhibit 24 - Power of Attorney for Michael H. Train

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.