

BUSCH AUGUST A III  
Form 4  
February 07, 2008

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
BUSCH AUGUST A III

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

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)  
1 MID RIVERS MALL  
DRIVE, SUITE 210  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/05/2008

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

ST. PETERS, MO 63376  
(City) (State) (Zip)

4. 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 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 Ownership (Instr. 4)   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-------------------------------------|
| Common Stock                    | 02/05/2008                           |  | A <sup>(1)</sup>               | (A) or (D)<br>V Amount Price<br>1,921<br>(1)                      | 69,050  | D  |                                     |
| Common Stock                    |                                      |  |                                |   | 600   | I  | Trust <sup>(3)</sup>                |
| Common Stock                    |                                      |  |                                |   | 600   | I  | Trust <sup>(4)</sup> <sup>(5)</sup> |

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

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SEC 1474  
(9-02)

number.

**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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu                      |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| BUSCH AUGUST A III<br>1 MID RIVERS MALL DRIVE<br>SUITE 210<br>ST. PETERS, MO 63376 | X             |           |         |       |

## Signatures

/s/ Timothy G. Westman, Attorney-in-fact for August A. Busch III 02/07/2008

        \*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* 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).
- (1) Grant to Reporting Person of 1,921 shares of restricted stock having a fair market value of \$52.04 per share on the date of grant under shareholder approved benefit plan pursuant to Rule 16b-3(d).
  - (2) Price is not applicable to acquisitions resulting from grants of restricted stock.
  - (3) Co-Trustee and beneficiary of Trust U/W Elizabeth O. Busch dated 11/23/55 F/B/O August A. Busch III.
  - (4) Co-Trustee of Trust U/W Elizabeth O. Busch dated 11/23/55 F/B/O Elizabeth B. Burke.
  - (5) Beneficial ownership of these shares is disclaimed.

### Remarks:

See Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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