GALVIN WALTER J

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if no longer

subject to

Section 16.

Form 4 or

Form 4

October 03, 2011

FORM 4

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

OMB

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * GALVIN WALTER J			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
(Lost)	(First)	(Middle)	EMERSON ELECTRIC CO [EMR]	(Check all applicable)		
(Last)	(FIISt)	(Middle)	3. Date of Earliest Transaction	V Discotor 100/ Occurs		
C/O EMERGON EL ECERTO		DIC	(Month/Day/Year)	_X_ Director 10% Owner _X_ Officer (give title Other (specify		
C/O EMERSON ELECTRIC			09/30/2011	below) below)		
CO., 8000 W.	. FLORISS	ANT AVE.		Vice Chairman		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person		
ST. LOUIS, N	MO 63136			Form filed by More than One Reporting Person		

(City)	(State)	(Zip) 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. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	09/30/2011		M(1)	76,800 (1)	A (1)	(2)	475,717	D	
Common Stock	09/30/2011		F(3)	32,602 (3)	D (3)	\$ 42.285 (4)	443,115	D	
Common Stock							154,000	I	JGM Investors, LP (5)
Common Stock							35,000	I	The Galvin Family Trust (6)
Common Stock							19,204	I	Spouse

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Common Stock	3,226	I	Trust-Daughter Megan (7)				
Common Stock	3,226	I	Trust-Son Greg				
Common Stock	17,141.227	I	401(k) plan				
Common Stock	11,741.064	I	401(k) excess plan				
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.							

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(9-02)

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. Transacti Code (Instr. 8)	onDerivative		Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) Instr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. De Se (In
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (1)	<u>(8)</u>	09/30/2011		M <u>(1)</u>		76,800 (1)	<u>(1)</u>	<u>(1)</u>	Common Stock	76,800	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
GALVIN WALTER J C/O EMERSON ELECTRIC CO. 8000 W. FLORISSANT AVE. ST. LOUIS, MO 63136	X		Vice Chairman				

Signatures

/s/ Timothy G. Westman, Attorney-in-Fact for Walter J. 10/03/2011 Galvin **Signature of Reporting Person Date

Reporting Owners 2

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).
- Vesting of 76,800 restricted stock units exempt pursuant to Rule 16b-3. The restricted stock units were acquired upon payout of 40% (76,800 units) of the earned performance share award under a shareholder-approved benefit plan. The payout was based on the level of achievement of financial targets for the performance period ended September 30, 2010. The restricted stock units were subject to a one-year vesting period. The payout of the other 60% was previously reported.
- Price is not applicable to the acquisition or vesting of the restricted stock units described in Note 1 or to the acquisition of Issuer common stock upon such vesting.
- (3) Shares withheld for required minimum taxes upon vesting of restricted stock units described in Note 1 exempt pursuant to Rule 16b-3.
- (4) Fair market value on date of the vesting described in Note 1.
- JGM Investors, LP is a limited partnership of which The Galvin Family Trust and the Reporting Person's spouse are the general partners. The Galvin Family Trust is the controlling general partner of JGM Investors, LP. The Reporting Person's children are the trustees of The Galvin Family Trust and the Reporting Person's spouse and children are the beneficiaries. The Galvin Family Trust has a 99.9% limited partnership interest in JGM Investors, LP. The Reporting Person disclaims beneficial ownership in the shares held by JGM Investors, LP that are beneficially owned by his children.
- (6) The Reporting Person disclaims beneficial ownership in the shares held by The Galvin Family Trust that are beneficially owned by his children. See Note 5 for more information regarding The Galvin Family Trust.
- (7) The Reporting Person disclaims beneficial ownership.
- (8) Each restricted stock unit represented a contingent right to receive one share of the Issuer's common stock.

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.