

GALVIN WALTER J
Form 4
February 28, 2003

FORM 4

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

OMB APPROVAL
OMB Number:
3235-0287
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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).
(Print or Type Responses)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

| | | | | | | | | | | | |
|--|---------|----------|---|--|--|---|--|--|---|--|--|
| 1. Name and Address of Reporting Person* | | | 2. Issuer Name and Ticker or Trading Symbol | | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| Galvin, Walter J. | | | Emerson Electric Co. EMR | | | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner | | | | | |
| (Last) | (First) | (Middle) | 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary) | | | 4. Statement for Month/Day/Year February 28, 2003 | | | <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Executive Vice President - Finance and Chief Financial Officer | | |
| c/o Emerson Electric Co. 8000 W. Florissant | | | | | | | | | | | |
| (Street) | | | 5. If Amendment, Date of Original (Month/Year) | | | 7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | | | | | |
| St. Louis, Missouri 63136 | | | | | | | | | | | |
| (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. 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 | | | | | | | | 113,839 | D | |
| | | | | | | | | 75,139 | I | W. J. Galvin Family Partnership |
| | | | | | | | | 6,221,914 | I | 401(k) |
| | | | | | | | | 1,753,757 | I | 401(k) excess plan |
| | | | | | | | | 23,526 | I | Spouse |
| | 2/10/03 | | G | V | 250 | A | | 3,150 | I | Trust-Daughter Megan (1) |
| | | | | | | | | 450 | I | Daughter Megan - UGMA (1) |
| | 2/4/03 | | G | V | 575 | A | | 4,095 | I | Trust - Son Greg (1) |
| | 2/10/03 | | G | V | 250 | D | | 0 | I | Daughter Megan - (1) |
| | 2/4/03 | | G | V | 450 | A | | 4,113 | I | Trust - Son Jeff (1) |

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).

