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8000 West Florissant Ave.
P.O. Box 4100
St. Louis, MO 63136-8506
USA

August 7, 2002

VIA FACSIMILE (202-942-9651) AND BY HAND

Mr. Jonathan G. Katz
Secretary
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549-0609

Re: **Emerson Electric Co. CEO and CFO
Sworn Statements Pursuant to Section
21(a)(1) of Securities Exchange Act of 1934**

Dear Mr. Katz:

Pursuant to the June 27, 2002 Order, File No. 4-460, issued by the Securities and Exchange Commission, attached are the required Statements under Oath of Principal Executive Officer and Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings for Emerson Electric Co. as signed by D. N. Farr, Chief Executive Officer (Principal Executive Officer) of Emerson Electric Co., on August 7, 2002 and by W. J. Galvin, Executive Vice President and Chief Financial Officer (Principal Financial Officer) of Emerson Electric Co., on August 7, 2002.

This is being filed by facsimile. The original will be delivered by hand. When the original is delivered, we would appreciate your stamping the acknowledgment copy of this letter with the date and time of filing and returning it to the messenger for the undersigned.

Please contact me if you have any questions.

Very truly yours,

Harley M. Smith
Assistant General Counsel
And Assistant Secretary

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OFFICE OF THE SECRETARY

AUG 7 2002

HMS/bam
Attachments (2)

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**Statement Under Oath of Principal Executive Officer and
Principal Financial Officer Regarding Facts and Circumstances Relating to
Exchange Act Filings**

I, D. N. Farr, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Emerson Electric Co., and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Annual Report on Form 10-K filed with the Commission on or about December 21, 2001 of Emerson Electric Co.;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Emerson Electric Co. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

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AUG 7 2002

David N. Farr

D. N. Farr,
Chief Executive Officer
(Principal Executive Officer)
Emerson Electric Co.
Date: August 7, 2002

Subscribed and sworn to
before me this 7th day of
August 2002.

MSW
Notary Public

My Commission Expires:

HARLEY M. SMITH
Notary Public - Notary Seal
STATE OF MISSOURI
St. Louis County
My Commission Expires: April 7, 2005