#### Edgar Filing: KNIGHT CHARLES F - Form 4

#### KNIGHT CHARLES F Form 4 April 02, 2003

# FORM 4

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

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

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Filed By

Romeo and Dye's

Section 16 Filer www.section16.net

OMB APPROVAL

#### 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(h) of the Investment Company Act of 1940

<ol> <li>Name and Address of Reporting Person*</li> <li>Knight, Charles F.</li> </ol>						and Ticker ch Compar	Per	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Last) (First) (Middle) Emerson Electric Company 8000 W. Florissant Ave.				of Reporting Person,				4. Statement for Month/Day/Year 03/31/2003			<u>X</u> Director 10% Owner Officer (give title below) Other (specify below)			
(Street) St. Louis,, MO 63136											7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (St	ate) (Zip)		Table I Non-Derivative Securities Acquired, Dis								posed of, or Beneficially Owned			
1. Title of Security (Instr. 3)	Date	2A. Deem Execution Date, if any (Month/Day Year)	n action ( Code ( (Instr. 8)		4. Securities Acqu (A) or Disposed c (Instr. 3, 4 & 5) Amount (A) or (D)		of (D)	5. Amount of Securities Beneficially Owned Follow- ing Reported Transactions(s) (Instr. 3 & 4)		or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Stock (\$1 par value)										32,000	<b>D</b> <sup>(1)</sup>			

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).

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## FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2. Conver-	3. Trans-	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	action	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect
Security	Exercise	Date	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial
	Price of		Date,	Code	Derivati	(Month/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative	(Month/	if any		Securitie	¥ear)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	Day/	(Month/	(Instr.	Acquire	a			Following	ative	
			Day/	8)	(A) or				Reported	Security:	
			Year)		Dispose	đ			Transaction(s)	Direct	

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				of (I (Inst 3, 4 5)	tr.						<b>`</b>	(D) or Indirect (I) (Instr. 4)	
			Code V	(A)		Exer-cisable	Expira- tion Date		Amount or Number of Shares				
Phantom Stock Units	1-for-1	03/31/03	A	490				Common Stock	490	\$46.635	73,120 <u>(2)</u>	D	

Explanation of Responses:

(1) In connection with the Rights Agreement adopted by the Company, Preferred Stock Purchase Rights were distributed to shareholders and are deemed to be attached to the shares of Common Stock of the Company listed on this Form. One-quarter of a Preferred Stock Purchase Right is attached to each share of common stock. If and when the Rights become exercisable, the holder of each Right initially would be entitled to purchase one one-hundredth of a share of Series Junior B Participating Preferred Stock at a purchase price of \$195 (both the number of fractional shares and the purchase price are subject to adjustment).

(2) Represents balance of phantom stock units under Anheuser-Busch Companies, Inc. Deferred Compensation Plan for Non-Employee Directors.

#### By: /s/ Laura H. Reeves, Attorney-in-Fact Power of Attorney

\*\*Signature of Reporting Person

04/02/2003 Date

\*\*Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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