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Technical Director
Financial Accounting Standards Board
401 Merritt 7
P.O. Box 5116
Norwalk, Connecticut 06856-5116

Re: File Reference No. EITF-11Ar

We would like to take this opportunity to comment on the Proposed Accounting Standards Update (Revised) regarding "Parent's Accounting for the Cumulative Translation Adjustment upon Derecognition of Certain Subsidiaries or Groups of Assets within a Foreign Entity or of an Investment in a Foreign Entity". Emerson is a diversified global manufacturing company with 2012 sales in excess of \$24 billion.

We support the proposed amendments in the revised exposure draft as they are consistent with the conclusions in our comment letter dated February 23, 2012 on FASB's December 8, 2011 Exposure Draft No. EITF-11A "Parent's Accounting for Cumulative Translation Adjustment upon Sale or Transfer of a Group of Assets That is Nonprofit Activity or a Business within a Consolidated Foreign Entity". In our comment letter, we supported existing ASC 830-30-40 guidance in which CTA is only released into earnings upon a sale or substantial liquidation of a foreign entity. ASC 830-30-40 allows for a concrete triggering event to release CTA into earnings and reduces the judgment (and accounting complexities) proposed under EITF-11A in which CTA would be released for a sale of a group of assets that is a business within a foreign entity. We appreciate FASB's consideration of our comments and the additional due diligence and preparer outreach that resulted in the revised exposure draft.

Question 1: Do you agree that an entity should apply the guidance in Subtopic 830-30, as clarified by the amendments in this proposed Update, for the release of the cumulative translation adjustment into net income upon the loss of a controlling financial interest of a subsidiary or a group of assets that is a nonprofit activity or a business (other than a sale of in substance real estate or conveyance of oil and mineral rights) within a consolidated foreign entity? If not, please explain why?

We agree with the proposed update. The sale of a group of assets that is a business should not result in the release of CTA into earnings if the sale does not affect the controlling financial interest in the foreign entity in which the assets reside. We support existing ASC-830-30-40 guidance in which CTA is only released into earnings upon the sale or substantial liquidation of the foreign entity.

Question 2: Do you agree that an entity should apply the guidance in Subtopic 830-30, as clarified by the proposed amendments, for release of the cumulative translation adjustment into net income upon the loss of a controlling financial interest in an investment in a consolidated foreign entity as well as the derecognition of an equity method investment that is a foreign entity in an acquisition of a business in stages (sometimes referred to as a step acquisition)? If not, please explain why.

We agree with the proposed update as it is consistent with current practice and ASC 830-30. We believe CTA resides at the level of the parent's net investment in the foreign entity. If the parent's investment ceases to exist or if there is a loss of a controlling financial interest in a consolidated foreign entity, CTA related to its investment in the foreign entity should be released and recognized in earnings.

Question 3: Do you agree that the proposed amendments clearly differentiate the treatment for releasing the cumulative translation adjustment between events occurring within a foreign entity and events related to an investment in a foreign entity? If so, please explain.

Yes. The release of CTA into earnings is linked to either the sale or substantial liquidation of a foreign entity or the loss of a controlling financial interest in a foreign entity. The key is how the entity defines its foreign entities. A foreign entity for example could be a foreign holding company and its consolidated subsidiaries, a single foreign subsidiary or a division of a foreign subsidiary. Determining a foreign entity (unit of account) requires judgment and is based on the facts and circumstances which an entity should apply on a consistent basis.

Question 4: Do you agree that the proposed amendments should be applied prospectively? If so, please explain.

We support prospective application of the proposed amendments.

Question 5: Do you agree that an entity should be permitted to early adopt the proposed amendments? If not, please explain why.

We agree.

Question 6: How much time would be needed to implement the proposed amendments?

We believe the time required to implement on a prospective basis would be minimal.

Sincerely.

Richard J. Schlueter

Vice President, Controller and Chief Accounting Officer

cc: Frank J. Dellaquila

Executive Vice President and Chief Financial Officer