

Copy Received

EMERSON ELECTRIC CO.
8100 W. FLORISSANT
ST. LOUIS, MO. 63136

CARL E. WASMUTH, JR.
SENIOR ATTORNEY

March 5, 1977

Mr. Duane D. Pearsall
6605 South Jay Drive
Littleton, Colorado 80123

Dear Duane:

Since you are the Offeree Representative of the various shareholders, except for Dillon Companies, Inc., I am enclosing for your information a copy of the mailing list of persons receiving materials identical to those in this enclosure. If you have any question or you find that anyone was missed, please call me immediately.

Also, I am enclosing with this letter, the copy of the Offeree Representative Questionnaire which you requested. I am also enclosing the Final Offeree Representative Questionnaire. You should fill this out and date it the date of the Shareholders' Meeting which considers the proposed transaction between Emerson and Statitrol.

If you have any questions please contact me at your convenience; however, I will have to have received both questionnaires prior to the Closing.

Sincerely,

Carl

Enclosure