FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

					_														
							r Name COR		icker or Tra	ding S	symbol			(Ch	eck all applic	cable) or	ng Pers	son(s) to Iss 10% Ov Other (s	vner
	CORPOR	ATION			3. Date of Earliest Transaction (Month/Day/Year) 02/18/2004									X Officer (give title Other (specify below)  VP, Secretary and Gen. Counsel					
13313 B	ALLANII	NE CORPORA	TE PLACE		4.	If Am	endmer	nt, Date	e of Origina	Filed	(Month/I	Day/Yea	r)			Joint/Group	o Filing	(Check Ap	plicable
(Street)	OTTE N	C	28277		_									Line	X Form f	iled by Moi		orting Person One Repor	
(City)	(S	itate)	(Zip)												1 01301	•			
		Tal	ole I - Nor	n-Deriv	vativ	e Se	curit	ies A	cquired,	Dis	posed	of, or	Ben	eficiall	y Owned				
KEARNEY CHRISTOPHER J  (Last) (First) (Middle) C/O SPX CORPORATION 13515 BALLANTYNE CORPORATE PLAN  (Street) CHARLOTTE NC 28277  (City) (State) (Zip)  Table I - N  1. Title of Security (Instr. 3)  Common Stock  Common Stock  Common Stock  Table II  1. Title of Derivative Security (Instr. 3) Sa. Deer Exercise Price of Derivative Security (Instr. 3) Price of Derivative Security  Employee stock option to purchase common stock				2. Transaction Date (Month/Day/Year)			2A. Deemed Execution Date, if any (Month/Day/Year)		Code	Transaction Di		4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)			5. Amou Securitie Benefici Owned F Reported	es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
KEARNEY CHRISTOPHER J  (Last) (First) (Midd of C/O SPX CORPORATION 13515 BALLANTYNE CORPORATE PI (Street) CHARLOTTE NC 2827  (City) (State) (Zip) Table I - 1. Title of Security (Instr. 3)  Common Stock  Common Stock  Common Stock  Common Stock  Common Stock  Employee stock option to purchase common stock Employee stock option to purchase common stock Stock option to purchase common stock Employee stock option to purchase common stock Stock option to stock Stock option to purchase common stock Stock option to stock Stock Option Stock Stock Option to stock Stock Option to stock Stock Option St						Code			v	Amour	nt	(A) or (D)	Price	Transact	Transaction(s) (Instr. 3 and 4)			(11301. 4)	
KEARNEY CHRISTOPHER J  (Last) (First) (Middle) C/O SPX CORPORATION 13515 BALLANTYNE CORPORATE PLA  (Street) CHARLOTTE NC 28277  (City) (State) (Zip)  Table I - I  1. Title of Security (Instr. 3)  Common Stock  Common Stock  Table i - I  1. Title of Derivative Security (Month/Day/Year) (Instr. 3) Security Sec				02/1	02/18/2004				A		25,8	342	A	(8)	55,	156	D		
Common	Stock														2,	057			401(k) Plan
Common	EARNEY CHRISTOPHER J  ast) (First) (Midd O SPX CORPORATION S515 BALLANTYNE CORPORATE P  reet) HARLOTTE NC 2827  Table I  Title of Security (Instr. 3)  Table I  Table														64	642(1)		1 1.	Owned by sons
		•	Table II -						quired, [ ts, option						Owned				
Derivative Security	Conversion or Exercise Price of Derivative	Date	3A. Deemed Execution I if any (Month/Day	Date,	4. Transa Code ( 8)		of Deriv Secu Acqu (A) o Disp of (D	r osed ) r. 3, 4	6. Date Exc Expiration (Month/Da	Date		of Sec Under Deriva		curity	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
									Date		piration		or Nu	nount mber					
stock option to purchase common	\$30				Code	V	(A)	(D)	08/26/2003		/25/2008	Comm	on 6	8,000		68,00	00	D	
stock option to purchase common	\$37.5								08/26/2003	3 08	/25/2008	Comm Stock		6,000		66,00	0	D	
stock option to purchase common	\$45								08/26/2003	3 08	/25/2008	Comm Stoc		6,000		66,00	0	D	
stock option to purchase common	\$38.9063								(3)	01	/02/2010	Comm Stock		0,000		50,00	0	D	
stock option to purchase common	\$58.5								03/23/2000	02	/09/2007	Comm Stock		),674		9,674	4	D	
Employee stock option to purchase common stock <sup>(2)</sup>	\$72								09/25/2000	02	/09/2007	Comm		4,146		14,14	.6	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Deemed 4. 5. Number 6. Date Exercisal expiration Date Code (Instr. Derivative (Month/Day/Year		ate	7. Title an of Securit Underlyin Derivative (Instr. 3 au	es g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee stock option to purchase common stock <sup>(2)</sup>	\$72							09/25/2000	02/09/2007	Common Stock	2,750		2,750	D	
Employee stock option to purchase common stock <sup>(2)</sup>	\$72							09/25/2000	01/01/2008	Common Stock	1,220		1,220	D	
Employee stock option to purchase common stock	(4)							08/22/2005	08/21/2010	Common Stock	500,000		500,000	D	
Employee stock option to purchase common stock <sup>(2)</sup>	\$48.44							(5)	01/01/2011	Common Stock	50,000		50,000	D	
Employee stock option to purchase common stock <sup>(2)</sup>	\$46.54							03/28/2001	01/01/2008	Common Stock	3,888		3,888	D	
Employee stock option to purchase common stock <sup>(2)</sup>	\$46.54							03/28/2001	01/03/2009	Common Stock	20,890		20,890	D	
Employee stock option to purchase common stock <sup>(2)</sup>	\$50.01							10/22/2001	01/01/2008	Common Stock	18,090		18,090	D	
Employee stock option to purchase common stock <sup>(2)</sup>	\$69.43							(6)	01/01/2012	Common Stock	50,000		50,000	D	
Employee stock option to purchase common stock <sup>(2)</sup>	\$38.57							(7)	01/02/2013	Common Stock	50,000		50,000	D	

## Explanation of Responses:

- 1. The Reporting Person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
- 2. Granted under the SPX Corporation 2002 Stock Compensation Plan or its predecessor plan, the 1992 Stock Compensation Plan.
- 3. Option vested as to 25,000 shares on each of January 2, 2002 and 2003.
- 4. Grant of options to purchase Common Stock: 125,000 shares at \$105 per share, 125,000 shares at \$120 per share, 125,000 shares at \$135 per share, and 125,000 shares at \$150 per share.
- 5. Option vested as to 16,668 shares on January 2, 2002 and 16,666 shares on each of January 2, 2003 and 2004.
- 6. Option vests as to 16,668 shares on January 2, 2003 and 16,666 shares on each of January 2, 2004 and 2005.
- 7. Option vests as to 16,667 shares on each of January 3, 2004 and 2005, and 16,666 shares on January 3, 2006.
- 8. Grant of restricted stock pursuant to SPX Corporation 2002 Stock Compensation Plan.

C.J. Kearney

02/20/2004

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* 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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