

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person * <u>KEARNEY CHRISTOPHER J</u> (Last) (First) (Middle) <u>C/O SPX CORPORATION</u> <u>13515 BALLANTYNE CORPORATE PLACE</u> (Street) <u>CHARLOTTE NC 28277</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>SPX CORP [SPW]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP, Secretary and Gen. Counsel</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/18/2004</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/18/2004		A		25,842	A	(8)	55,156	D	
Common Stock								2,057	I	401(k) Plan
Common Stock								642 ⁽¹⁾	I	Owned by sons

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)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	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					
Employee stock option to purchase common stock	\$30							08/26/2003	08/25/2008	Common Stock	68,000	68,000	D	
Employee stock option to purchase common stock	\$37.5							08/26/2003	08/25/2008	Common Stock	66,000	66,000	D	
Employee stock option to purchase common stock	\$45							08/26/2003	08/25/2008	Common Stock	66,000	66,000	D	
Employee stock option to purchase common stock ⁽²⁾	\$38.9063							(3)	01/02/2010	Common Stock	50,000	50,000	D	
Employee stock option to purchase common stock ⁽²⁾	\$58.5							03/23/2000	02/09/2007	Common Stock	9,674	9,674	D	
Employee stock option to purchase common stock ⁽²⁾	\$72							09/25/2000	02/09/2007	Common Stock	14,146	14,146	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)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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 ⁽²⁾	\$72							09/25/2000	02/09/2007	Common Stock	2,750		2,750	D	
Employee stock option to purchase common stock ⁽²⁾	\$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 ⁽²⁾	\$48.44							(5)	01/01/2011	Common Stock	50,000		50,000	D	
Employee stock option to purchase common stock ⁽²⁾	\$46.54							03/28/2001	01/01/2008	Common Stock	3,888		3,888	D	
Employee stock option to purchase common stock ⁽²⁾	\$46.54							03/28/2001	01/03/2009	Common Stock	20,890		20,890	D	
Employee stock option to purchase common stock ⁽²⁾	\$50.01							10/22/2001	01/01/2008	Common Stock	18,090		18,090	D	
Employee stock option to purchase common stock ⁽²⁾	\$69.43							(6)	01/01/2012	Common Stock	50,000		50,000	D	
Employee stock option to purchase common stock ⁽²⁾	\$38.57							(7)	01/02/2013	Common Stock	50,000		50,000	D	

Explanation of Responses:

- 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.
- Granted under the SPX Corporation 2002 Stock Compensation Plan or its predecessor plan, the 1992 Stock Compensation Plan.
- Option vested as to 25,000 shares on each of January 2, 2002 and 2003.
- 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.
- Option vested as to 16,668 shares on January 2, 2002 and 16,666 shares on each of January 2, 2003 and 2004.
- Option vests as to 16,668 shares on January 2, 2003 and 16,666 shares on each of January 2, 2004 and 2005.
- Option vests as to 16,667 shares on each of January 3, 2004 and 2005, and 16,666 shares on January 3, 2006.
- 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.

* 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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