

ROCKWELL AUTOMATION INC

Form 4

February 09, 2007

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
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HAGERMAN DOUGLAS M

2. Issuer Name **and** Ticker or Trading
Symbol

ROCKWELL AUTOMATION INC
[ROK]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

1201 SOUTH SECOND STREET

(Street)

MILWAUKEE, WI 53204

(City)

(State)

(Zip)

3. Date of Earliest Transaction
(Month/Day/Year)

02/08/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)

____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

Sr. VP, Gen Counsel and Sec.

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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)
Common Stock					5,606.78	I	By Savings Plan ⁽¹⁾
Common Stock	02/08/2007		M	1,800 A	\$ 32.69 12,233	D	
Common Stock	02/08/2007		M	733 A	\$ 43.9 12,966	D	
Common Stock	02/08/2007		S	100 D	\$ 63.23 12,866	D	
Common Stock	02/08/2007		S	800 D	\$ 63.24 12,066	D	

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Common Stock 02/08/2007 S 900 D \$ 63.25 11,166 D ⁽³⁾

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

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 32.69	02/08/2007		M	1,800	05/01/2005 ⁽²⁾ 05/01/2014	Common Stock	1,800
Employee Stock Option (Right to Buy)	\$ 43.9	02/08/2007		M	733	11/08/2005 ⁽⁴⁾ 11/08/2014	Common Stock	733

Reporting Owners

Reporting Owner Name / Address	Relationships
HAGERMAN DOUGLAS M 1201 SOUTH SECOND STREET MILWAUKEE, WI 53204	Director 10% Owner Officer Other
	Sr. VP, Gen Counsel and Sec.

Signatures

Karen A. Balistreri, Attorney-in-Fact for Douglas M. Hagerman

02/09/2007

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

- (1) Includes shares represented by Company stock fund units acquired under the Company Savings Plan based on information furnished by the Plan Administrator as of 12/31/2006.
- (2) The option vests in three substantially equal annual installments beginning on the date exercisable.
- (3) 7,800 shares are held by Company to implement restrictions on transfer unless and until certain conditions are met.
- (4) The option vests in three substantially equal annual installments beginning on the date exercisable.

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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