

ROCKWELL AUTOMATION INC

Form 4

November 10, 2004

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 *
DORGAN DAVID M

(Last) (First) (Middle)

**777 EAST WISCONSIN
AVENUE, SUITE 1400**

(Street)

MILWAUKEE, WI 53202

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

**ROCKWELL AUTOMATION INC
[ROK]**

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

11/08/2004

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Vice Pres. and Controller

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	11/08/2004		M	V Amount (A) or (D) Price 747 A \$ 12.4821	747	D	
Common Stock	11/08/2004		M	5,805 A \$ 20.349	6,552	D	
Common Stock	11/08/2004		S	6,552 D \$ 42	0	D	
Common Stock					5,486.1301	I	By Savings Plan ⁽¹⁾

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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 Underlying Security (Instr. 3 and 4)	8. Amount or Number of Shares			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 12.4821	11/08/2004		M			747	09/02/1999	09/02/2008	Common Stock	
Employee Stock Option (right to buy)	\$ 20.349	11/08/2004		M			5,805	10/04/2000	10/04/2009	Common Stock	5
Employee Stock Option (right to buy)	\$ 11.6038							10/02/2001	10/02/2010	Common Stock	8
Employee Stock Option (right to buy)	\$ 13.4							10/01/2002	10/01/2011	Common Stock	1
Employee Stock Option (right to buy)	\$ 15.5							10/07/2003 ⁽²⁾	10/07/2012	Common Stock	1
Employee Stock Option (right to buy)	\$ 27.75							10/06/2004 ⁽²⁾	10/06/2013	Common Stock	2

Employee

Stock

Option (right to buy)	\$ 43.9	11/08/2004	A	20,000	11/08/2005 ⁽²⁾	11/08/2014	Common Stock	2
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DORGAN DAVID M 777 EAST WISCONSIN AVENUE SUITE 1400 MILWAUKEE, WI 53202			Vice Pres. and Controller	

Signatures

K. A. Balistreri, Attorney-in-Fact for David M. Dorgan	11/10/2004
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__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) Shares represented by Company stock fund units under the Company's Savings Plan which were acquired on a periodic basis pursuant to the Plan, based on information furnished by the Plan Administrator as of 11/01/2004.
- (2) 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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