Edgar Filing: ROCKWELL AUTOMATION INC - Form 4

ROCKWELI Form 4 May 31, 2005	L AUTOMATI	ON INC										
									PPROVAL			
	UNITE	D STATE					NGE (COMMISSION	OMB Number:	3235-0287		
Check thi if no long subject to Section 10 Form 4 or	STATEMENT OF CHANGES IN BENEFICIAL OW SECURITIES								Expires: January 31, 2005 Estimated average burden hours per response 0.5			
Form 5 obligatior may conti <i>See</i> Instru 1(b).	Is Section 1	7(a) of the		ility Hold	ling Com	ipany	Act of	e Act of 1934, f 1935 or Sectio 40	'n			
(Print or Type R	lesponses)											
1. Name and Address of Reporting Person <u>*</u> MCDERMOTT JOHN P			Symbol	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) 777 EAST WISCONSIN			3. Date of Earliest Transaction (Month/Day/Year) 05/27/2005					Director 10% Owner X Officer (give title Other (specify below) below)				
AVENUE, S			03121120	105				Senio	or Vice Presider	ıt		
					Amendment, Date Original (Month/Day/Year)				6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person			
MILWAUK	EE, WI 53202								More than One Re			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ties Acc	uired, Disposed o	f, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Ye	ar) Executi any		3. Transactic Code (Instr. 8)		4 and (A)	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
~				Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common Stock	05/27/2005			М	5,788	А	\$ 15.5	25,189	D			
Common Stock	05/27/2005			S	5,788	D	<u>(1)</u>	19,401	D			
Common Stock	05/27/2005			М	4,212	А	\$ 13.4	23,613	D			
Common Stock								3,778.8765 (2)	Ι	By Savings Plan		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	Code	Securities	6. Date Exercisab Expiration Date (Month/Day/Year	xpiration Date		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	V (A) (D)	Date Exercisable	Expiration Date	Title	Amou Numl Share	
Employee Stock Option (right to buy)	\$ 20.349					10/04/2000	10/04/2009	Common Stock	63,	
Employee Stock Option (right to buy)	\$ 13.4	05/27/2005		М	4,212	10/01/2002	10/01/2011	Common Stock	4,1	
Employee Stock Option (right to buy)	\$ 15.5	05/27/2005		М	5,788	10/07/2003 <u>(3)</u>	10/07/2012	Common Stock	5,	
Employee Stock Option (right to buy)	\$ 27.75					10/06/2004 <u>(4)</u>	10/06/2013	Common Stock	60,	
Employee Stock Option (right to buy)	\$ 43.9					11/08/2005 <u>(4)</u>	11/08/2014	Common Stock	60,	
Common Stock Share Equivalents						<u>(6)</u>	(6)	Common Stock	377.	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MCDERMOTT JOHN P 777 EAST WISCONSIN AVENUE SUITE 1400 MILWAUKEE, WI 53202			Senior Vice President				
Signatures							
K. A. Balistreri, Attorney-in-Fact for McDermott	John P.		05/31/2005				
<u>**</u> Signature of Reporting Person	1		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) Sale prices ranged from \$51.36 to \$51.39.
- (2) Includes Company stock fund units acquired under the Company's Savings Plan since the date of the reporting person's last ownership report, based on information furnished by the Plan Administrator as of 4/29/2005.
- (3) 24,211 shares are currently exercisable and 15,001 shares vest 10/07/2005.
- (4) The option vests in three substantially equal annual installments beginning on the date exercisable.

Includes Company stock fund units acquired under the Company's nonqualified savings plan since the date of the reporting person's last ownership report, based on information furnished by the Plan Administrator as of 4/29/2005. The number of share equivalents

- (5) represented by the balance of a participant's Company stock fund account may not exactly equal the number of share equivalents represented by a prior balance plus additions due to variances in the proportion of uninvested cash held in the reference fund used to determine unit values of the Company stock fund under the Plan.
- (6) The share equivalents are payable in cash upon retirement or after termination of employment.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.