

ROCKWELL AUTOMATION INC

Form 4

March 02, 2005

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 *
MCCORMICK WILLIAM T JR/WI

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)

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

02/28/2005

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

777 EAST WISCONSIN
AVENUE, SUITE 1400

(Street)

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

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

MILWAUKEE, WI 53202

(City) (State) (Zip)

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	02/28/2005		M		1,000	A \$ 18.7986	18,721 ⁽¹⁾	D
Common Stock	02/28/2005		M		1,000	A \$ 18.1746	19,721 ⁽¹⁾	D
Common Stock	02/28/2005		S		1,000	D \$ 62.062	18,721 ⁽¹⁾	D
Common Stock	02/28/2005		S		1,000	D \$ 62.05	17,721 ⁽¹⁾	D

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.

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(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)
				Code	V (A) (D)	Date Exercisable Expiration Date Date	Title Amount or Number of Shares
Director stock option (right to buy)	\$ 18.7986	02/28/2005		M	1,000	02/02/2001 02/02/2010	Common Stock 1,000
Director stock option (right to buy)	\$ 18.1746	02/28/2005		M	1,000	02/07/2002 02/07/2011	Common Stock 1,000
Director stock option (right to buy)	\$ 16.05					07/31/2002 07/31/2011	Common Stock 7,000
Director stock option (right to buy)	\$ 18.05					02/06/2003 ⁽²⁾ 02/06/2012	Common Stock 1,000
Director stock option (right to buy)	\$ 22.76					02/05/2004 ⁽²⁾ 02/05/2013	Common Stock 1,000
Director stock option	\$ 30.22					02/04/2005 ⁽²⁾ 02/04/2014	Common Stock 1,500

(right to
buy)

Director
stock

option \$ 58.54

(right to
buy)

02/02/2006⁽²⁾ 02/02/2015 Common Stock 1,500

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MCCORMICK WILLIAM T JR/WI 777 EAST WISCONSIN AVENUE SUITE 1400 MILWAUKEE, WI 53202	X

Signatures

K. A. Balistreri, Attorney-in-Fact for William T.
McCormick, Jr.

03/02/2005

__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) 9,321 shares are held by the Company to implement restrictions on transfer unless and until certain conditions are met.

(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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