

Chand Sujeet  
Form 4  
February 07, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Chand Sujeet

2. Issuer Name and Ticker or Trading Symbol  
ROCKWELL AUTOMATION INC  
[ROK]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Sr VP & Chief Tech. Officer

(Last) (First) (Middle)  
1201 SOUTH SECOND STREET  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
02/06/2012

MILWAUKEE, WI 53204

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

(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	(D)	Price
Common Stock					5,136.5311	I	By Savings Plan <u>(1)</u>
Common Stock	02/06/2012		M		1,500	A	\$ 15.5 25,686
Common Stock	02/06/2012		M		3,600	A	\$ 27.75 29,286
Common Stock	02/06/2012		M		11,600	A	\$ 43.9 40,886
Common Stock	02/06/2012		M		9,150	A	\$ 56.36 50,036

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Common Stock    02/06/2012    S    23,650    D    \$ 81.1596    26,386    D <sup>(3)</sup>

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

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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	Title    Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 15.5	02/06/2012		M	1,500	10/07/2003    10/07/2012	Common Stock    1,500
Employee Stock Option (Right to Buy)	\$ 27.75	02/06/2012		M	3,600	10/06/2004    10/06/2013	Common Stock    3,600
Employee Stock Option (Right to Buy)	\$ 43.9	02/06/2012		M	11,600	11/08/2005    11/08/2014	Common Stock    11,600
Employee Stock Option (Right to Buy)	\$ 56.36	02/06/2012		M	9,150	11/07/2006    11/07/2015	Common Stock    9,150

## Reporting Owners

Reporting Owner Name / Address

Relationships

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Director   10% Owner   Officer   Other

Chand Sujeet  
1201 SOUTH SECOND STREET  
MILWAUKEE, WI 53204

Sr VP & Chief Tech. Officer

## Signatures

Karen A. Balistreri, Attorney-In Fact for Sujeet  
Chand

02/06/2012

\_\_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 acquired under the Company Savings Plan since the date of the last ownership report for this person, based on information furnished by the Plan Administrator as of 12/30/2011.  
Price reported in column 4 is a weighted average price. Shares sold at prices ranging from \$80.91 to \$81.33. The reporting person
- (2) undertakes to provide to the Company, any shareowners of the Company and the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price.
- (3) 4,470 shares are held by Company to implement restrictions on transfer unless and until certain conditions are met.

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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