

ROCKWELL AUTOMATION INC
 Form 4
 February 07, 2006

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 *
YONTZ KENNETH F

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)
02/06/2006

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 Ownership (Instr. 4)
				Code V Amount (A) or (D) Price			
Common Stock	02/06/2006		M	1,000 A \$ 18.05	58,090 ⁽¹⁾	D	
Common Stock	02/06/2006		M	7,000 A \$ 18.05	65,090 ⁽¹⁾	D	
Common Stock	02/06/2006		M	1,000 A \$ 22.76	66,090 ⁽¹⁾	D	
Common Stock	02/06/2006		S	8,900 D \$ 66.23	57,190 ⁽¹⁾	D	
Common Stock	02/06/2006		S	100 D \$ 66.28	57,090 ⁽¹⁾	D	

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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
Director stock option (right to buy)	\$ 18.05	02/06/2006		M	1,000	02/06/2003 02/06/2012	Common Stock 1,000
Director stock option (right to buy)	\$ 18.05	02/06/2006		M	7,000	02/06/2003 02/06/2012	Common Stock 7,000
Director stock option (right to buy)	\$ 22.76	02/06/2006		M	1,000	02/05/2004 02/05/2013	Common Stock 1,000
Director stock option (right to buy)	\$ 30.22					02/04/2005 ⁽²⁾ 02/04/2014	Common Stock 1,500
Director stock option (right to buy)	\$ 58.54					02/02/2006 ⁽²⁾ 02/02/2015	Common Stock 1,500
Director stock	\$ 65.35					02/01/2007 ⁽²⁾ 02/01/2016	Common Stock 1,500

option
(right to
buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
YONTZ KENNETH F 777 EAST WISCONSIN AVENUE SUITE 1400 MILWAUKEE, WI 53202	X			

Signatures

K. A. Balistreri, Attorney-in-Fact for Kenneth F. Yontz	02/07/2006
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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) 6,690 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. 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.