

Chand Sujeet
Form 4
February 07, 2012

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(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)

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

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

____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)
Sr VP & Chief Tech. Officer

MILWAUKEE, WI 53204

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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)
Common Stock				(A) or (D)	Price		By Savings Plan <u>(1)</u>
Common Stock	02/06/2012		M	1,500 A	\$ 15.5 25,686	D	
Common Stock	02/06/2012		M	3,600 A	\$ 27.75 29,286	D	
Common Stock	02/06/2012		M	11,600 A	\$ 43.9 40,886	D	
Common Stock	02/06/2012		M	9,150 A	\$ 56.36 50,036	D	

Edgar Filing: Chand Sujeet - Form 4

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

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.

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 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

Edgar Filing: Chand Sujeet - Form 4

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.

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.