EISENBROWN STEVEN A

Form 4

October 04, 2011

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

Check this box

if no longer subject to Section 16.

Form 4 or

Form 5 obligations may continue. See Instruction 1(b).

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)

(Last)

(City)

1. Title of

Security

(Instr. 3)

1. Name and Address of Reporting Person *

EISENBROWN STEVEN A

(First) (Middle)

(Zip)

2. Transaction Date 2A. Deemed

1201 SOUTH SECOND STREET

(Street)

(State)

(Month/Day/Year)

MILWAUKEE, WI 53204

2. Issuer Name and Ticker or Trading

Symbol

ROCKWELL AUTOMATION INC [ROK] 3. Date of Earliest Transaction

(Month/Day/Year) 10/03/2011

4. If Amendment, Date Original

Filed(Month/Day/Year)

3. 4. Securities Execution Date, if

Code Disposed of (D) (Month/Day/Year) (Instr. 8)

TransactionAcquired (A) or (Instr. 3, 4 and 5)

Owned Following Reported (A)

Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

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)

Derivative Security

Conversion

3. Transaction Date 3A. Deemed

(Month/Day/Year) Execution Date, if any

4. 5. Number of **Transaction**Derivative Code

6. Date Exercisable and **Expiration Date**

7. Title and Amount Underlying Securities

OMB APPROVAL

OMB 3235-0287 Number:

January 31,

0.5

2005 Estimated average burden hours per

response...

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Director 10% Owner

Other (specify Officer (give title below)

Sr. Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

5. Amount of

Securities

Beneficially

Issuer

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (T)

(Instr. 4) (Instr. 4)

SEC 1474

(9-02)

1. Title of

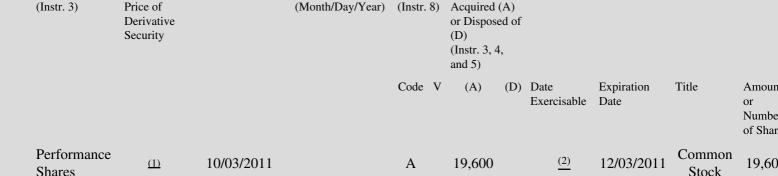
or Exercise

Securities

(Month/Day/Year)

(Instr. 3 and 4)

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Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

EISENBROWN STEVEN A 1201 SOUTH SECOND STREET MILWAUKEE, WI 53204

Sr. Vice President

Signatures

Karen A. Balistreri, Attorney-in-Fact for Steven A. Eisenbrown

10/03/2011

**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) Each performance share represents a contingent right to receive one share of Company common stock (or the cash equivalent).
- Each performance share represents a contingent right to receive one share of Company common stock (or the cash equivalent). The

 (2) performance shares vest on December 3, 2011, provided the reporting person is still an employee of the Company on that date, subject to limited exceptions.
- On December 3, 2008, the reporting person was granted a target number of performance shares, with the payout from 0 to 200% of target (3) based on the Company's total shareowner return compared to the performance of companies in the S&P 500 Index over a three-year period. The payout was determined on October 3, 2011, resulting in the reported number of performance shares received.

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.

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