#### ROCKWELL AUTOMATION INC

Form 4 May 10, 2006

### FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

0.5

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

*See* Instruction 1(b).

1(0).

(Print or Type Responses)

1. Name and Address of Reporting Person * MILLER JOHN M			2. Issuer Name <b>and</b> Ticker or Trading Symbol ROCKWELL AUTOMATION INC [ROK]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)
(Last)  1201 SOUTH STREET, E-7		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/08/2006	Director 10% Owner Norticer (give title Other (specify below) VP and Chief IP Counsel
MILWAUKE	(Street) E, WI 53204	1	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) Tabl	le I - Non-I	Derivative	Secui	rities Acqu	ired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	(Instr. 3,	ispose 4 and (A) or	d of (D) 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	05/08/2006		M	Amount 3,750	(D)	Price \$ 20.349	5,350 (1)	D	
Common Stock	05/08/2006		M	2,500	A	\$ 16.05	7,850 (1)	D	
Common Stock	05/08/2006		S	6,150	D	\$ 76.23	1,700 (1)	D	
Common Stock	05/08/2006		S	100	D	\$ 76.25	1,600 (1)	D	
Common Stock							2,674.9338 (2)	I	By Savings

Plan

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

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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. Transact Code (Instr. 8)	Securities	tive I	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	/ (A) (D		Date Exercisable	Expiration Date	Title	Amou or Numb of Sh
Employee Stock Option (right to buy)	\$ 20.349	05/08/2006		M	3,7.	<b>'</b> 50	10/04/2000	10/04/2009	Common Stock	3,7:
Employee Stock Option (right to buy)	\$ 16.05	05/08/2006		M	2,50	500	07/31/2002	07/31/2011	Common Stock	2,50
Employee Stock Option (right to buy)	\$ 13.4						10/01/2002	10/01/2011	Common Stock	8,00
Employee Stock Option (right to buy)	\$ 15.5						10/07/2003	10/07/2012	Common Stock	8,00
Employee Stock Option (right to buy)	\$ 27.75						10/06/2004(3)	10/06/2013	Common Stock	9,0

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Employee Stock Option (right to buy)	\$ 43.9	11/08/2005 <u>(3)</u>	11/08/2014	Common Stock	11,0
Employee Stock Option (right to buy)	\$ 56.36	11/07/2006 <u>(3)</u>	11/07/2015	Common Stock	7,30
Common Stock Share Equivalents	<u>(4)</u>	<u>(4)</u>	(5)	Common Stock	1.80

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MILLER JOHN M 1201 SOUTH SECOND STREET E-7F19 MILWAUKEE, WI 53204			VP and Chief IP Counsel				

## **Signatures**

K. A. Balistreri, Attorney-in-Fact for John M.
Miller

05/09/2006

\*\*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) 1,600 shares are held by the Company to implement restrictions on transfer unless and until certain conditions are met.
- (2) Includes shares represented by Company stock fund units acquired under the Company's Savings Plan since the date of the reporting person's last ownership report, based on information furnished by the Plan Administrator as of 5/1/2006.
- (3) The option vests in three substantially equal annual installments beginning on the date exercisable.
- (4) Includes share equivalents represented by Company stock fund units acquired under the Company's Nonqualified Savings Plan since the date of the reporting person's last ownership report, based on information furnished by the Plan Administrator as of 5/1/2006.
- (5) The share equivalents are payable in cash upon retirement or after termination of employment.

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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