

ROCKWELL AUTOMATION INC

Form 4

February 02, 2006

**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  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ISTOCK VERNE G

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)

02/01/2006

☒ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------|--|--|--|---|
| Common<br>Stock                       | 02/01/2006                              |   | A <sup>(1)</sup>         | 500 A \$ 0   | 9,895 <sup>(2)</sup>   | D  |   |

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  
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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)**

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                 |  |
|---|---|---|---|---|---|--|-----|---|--------------------|-----------------|--|
|   |   |   |   | Code                                    | V   | (A)  | (D) | Date Exercisable  | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of<br>Shares |
| Director<br>stock<br>option<br>(right to<br>buy)    | \$ 22.76  |   |   |   |   |  |     | 02/05/2004 <sup>(3)</sup>   | 02/05/2013         | Common<br>Stock | 7,000                                  |
| Director<br>stock<br>option<br>(right to<br>buy)    | \$ 22.76  |   |   |   |   |  |     | 02/05/2004 <sup>(3)</sup>   | 02/05/2013         | Common<br>Stock | 1,000                                  |
| Director<br>stock<br>option<br>(right to<br>buy)    | \$ 30.22  |   |   |   |   |  |     | 02/04/2005 <sup>(3)</sup>   | 02/04/2014         | Common<br>Stock | 1,500                                  |
| Director<br>stock<br>option<br>(right to<br>buy)    | \$ 58.54  |   |   |   |   |  |     | 02/02/2006 <sup>(3)</sup>   | 02/02/2015         | Common<br>Stock | 1,500                                  |
| Director<br>stock<br>option<br>(right to<br>buy)    | \$ 65.35  | 02/01/2006                              |   | A                                       |   | 1,500  |     | 02/01/2007 <sup>(3)</sup>   | 02/01/2016         | Common<br>Stock | 1,500                                  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships                    |
|--|----------------------------------|
|  | Director 10% Owner Officer Other |
| ISTOCK VERNE G<br>777 EAST WISCONSIN AVENUE<br>SUITE 1400<br>MILWAUKEE, WI 53202 | X                                |

## Signatures

K. A. Balistreri, Attorney-in-Fact for Verne G.  
Istock

02/02/2006

\_\_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) Shares delivered as compensation for service as a director under the 2003 Directors Stock Plan.
- (2) 2,995 shares are held by the Company to implement restrictions on transfer unless and until certain conditions are met.
- (3) 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.

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