ROCKWELL AUTOMATION INC

Form 4

October 04, 2011

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average

burden hours per response...

OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * NOSBUSCH KEITH D

2. Issuer Name and Ticker or Trading

Symbol

ROCKWELL AUTOMATION INC [ROK]

(Check all applicable)

5. Relationship of Reporting Person(s) to

(Last)

Security

(Instr. 3)

(First) (Middle) 3. Date of Earliest Transaction

(Month/Day/Year)

Filed(Month/Day/Year)

Director Officer (give title

10% Owner Other (specify

1201 SOUTH SECOND STREET

(Street)

10/03/2011

Chairman, President and CEO

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Issuer

below)

Applicable Line) _X_ Form filed by One Reporting Person

MILWAUKEE, WI 53204

Form filed by More than One Reporting

Person

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

(City) (State) (Zip) 1. Title of

(Month/Day/Year)

2. Transaction Date 2A. Deemed 3. 4. Securities Execution Date, if TransactionAcquired (A) or Code Disposed of (D)

(Instr. 8)

5. Amount of Securities Beneficially Owned

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

(T) (Instr. 4) Ownership (Instr. 4)

(9-02)

(A)

(Instr. 3, 4 and 5)

Following Reported 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.

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 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)

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

any

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

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount Underlying Securities (Instr. 3 and 4)

Edgar Filing: ROCKWELL AUTOMATION INC - Form 4

(Instr. 3) Price of (Month/Day/Year) (Instr. 8) Acquired (A) Derivative or Disposed of Security (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Title Amour Exercisable Date or Numbe of Shar Performance Common (2) 12/03/2011 (1) 10/03/2011 Α 67,000 67,00 Shares Stock

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

NOSBUSCH KEITH D Chairman, 1201 SOUTH SECOND STREET President and MILWAUKEE, WI 53204 CEO

Signatures

Karen A. Balistreri, Attorney-in-Fact for Keith D.
Nosbusch

**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.

Reporting Owners 2