

ROCKWELL AUTOMATION INC

Form 8-K

February 08, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of report (Date of earliest event reported): February 5, 2013 (February 5, 2013)

**Rockwell Automation, Inc.**

(Exact Name of Registrant as Specified in Charter)

Delaware  
(State or Other Jurisdiction  
of Incorporation)

1-12383  
(Commission  
File Number)  
1201 South Second Street

25-1797617  
(IRS Employer  
Identification No.)

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**Milwaukee, Wisconsin 53204**

**(Address of Principal Executive Offices) (Zip Code)**

**(414) 382-2000**

**(Registrant's telephone number, including area code)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**INFORMATION TO BE INCLUDED IN THE REPORT**
**Item 5.07 Submission of Matters to a Vote of Security Holders**

- (a) The annual meeting of shareowners of the Company was held on February 5, 2013. The final results for each of the matters submitted to a vote of shareowners at the annual meeting are set forth below.
- (b) At the annual meeting, the shareowners:
- (i) voted to elect three directors of the Company. Each nominee for director was elected to a term expiring in 2016 and by a vote of the shareowners as follows:

|                           | Affirmative<br>Votes | Votes<br>Withheld | Broker<br>Nonvotes |
|---------------------------|----------------------|-------------------|--------------------|
| Barry C. Johnson          | 96,463,601           | 1,296,338         | 17,419,200         |
| William T. McCormick, Jr. | 94,365,596           | 3,394,343         | 17,419,200         |
| Keith D. Nosbusch         | 93,549,489           | 4,210,450         | 17,419,200         |

- (ii) voted on a proposal to approve the selection by the Audit Committee of the Company's Board of Directors of the firm of Deloitte & Touche LLP as the Company's independent registered public accounting firm for fiscal year 2013. The proposal was approved by a vote of the shareowners as follows:

|                   |             |
|-------------------|-------------|
| Affirmative votes | 113,533,665 |
| Negative votes    | 1,430,244   |
| Abstentions       | 215,230     |

- (iii) voted on a proposal to approve on an advisory basis the compensation of the Company's named executive officers as set forth in the Company's proxy statement for the February 5, 2013 annual meeting. The proposal was approved on an advisory basis by a vote of the shareowners as follows:

|                   |            |
|-------------------|------------|
| Affirmative votes | 92,128,114 |
| Negative votes    | 3,874,105  |
| Abstentions       | 1,757,720  |
| Broker Nonvotes   | 17,419,200 |

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ROCKWELL AUTOMATION, INC.  
(Registrant)

By /s/ Douglas M. Hagerman  
Douglas M. Hagerman  
Senior Vice President, General Counsel

and Secretary

Date: February 8, 2013

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