MILLER JOHN M

Form 4

December 05, 2011

FORM 4

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

OMB

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

3235-0287 Number: January 31, Expires:

2005

0.5

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations

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

burden hours per response...

Estimated average

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MILLER JOHN M	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) 1201 SOUTH SECOND STREET	3. Date of Earliest Transaction (Month/Day/Year) 12/01/2011	Director 10% Owner Officer (give title Other (specify below) VP and Chief IP Counsel
(Street)	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
MILWAUKEE, WI 53204		Form filed by More than One Reporting Person

(City)	(State) (Z	Zip) Table	e I - Non-D	erivative Securities A	equired, Disposed	of, or Beneficia	lly Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)	Execution Date, if		4. Securities onAcquired (A) or	5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect
(Instr. 3)		any (Month/Day/Year)	Code (Instr. 8)	Disposed of (D) (Instr. 3, 4 and 5)	Beneficially Owned Following	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
			Code V	(A) or Amount (D) Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock					4,034.0739	I	By Savings Plan (1)
Common Stock	12/01/2011		A	380 <u>(7)</u> A \$ 0	6,631	D (8)	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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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. Transacti Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and L Underlying S (Instr. 3 and	Securiti
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou Numb Share
Common Stock Share Equivalents	<u>(2)</u>					<u>(3)</u>	<u>(4)</u>	Common Stock	98.5
Employee Stock Option (Right to Buy)	\$ 74.14	12/01/2011		A	4,900	12/01/2012 <u>(6)</u>	12/01/2021	Common Stock	4,9

Reporting Owners

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

Signatures

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

12/02/2011

**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) Includes shares represented by Company stock fund units acquired under the Company Savings Plan since the date of the last ownership report for this person, based on information furnished by the Plan Administrator as of 10/31/2011.
- (2) Each unit is the economic equivalent of one share of Company common stock.
- (3) The share equivalents are payable in cash upon retirement or after termination of employment.
- (4) The share equivalents are payable in cash upon retirement or after termination of employment.
- (5) Includes share equivalents represented by Company stock fund units acquired under the Company Nonqualified Savings Plan since the date of the last ownership report for this person, based on information furnished by the Plan Administrator as of 10/31/2011.

(6) The option vests in three substantially equal annual installments beginning on the date exercisable.

Reporting Owners 2

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(7)	Restricted stock award under the Company's 2008 Long Term Incentives Plan.
(8)	2,160 shares are held by Company to implement restrictions on transfer unless and until certain conditions are met.
Pote	: File three copies of this Form, one of which must be manually signed. If space is insufficient, <i>see</i> Instruction 6 for procedure. In this persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays rently valid OMB number. pt .7pt Opt Opt; width: 42.92%;">
By:	
/s/ D	onald J. DeGrandis
Dona	ald J. DeGrandis
Corp	orate Secretary
May	11, 2007

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EXHIBIT INDEX

99.1 A copy of the Amended and Restated Shareholder Rights Plan Agreement dated as of April 27, 2007 between TransCanada Corporation and Computershare Trust Company of Canada as Rights Agent.