

STUEVER A LAWRENCE

Form 4

February 01, 2005

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
STUEVER A LAWRENCE

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)

777 EAST WISCONSIN
AVENUE, SUITE 1400

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/28/2005

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)
V. Pres. and General Auditor

MILWAUKEE, WI 53202

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)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 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)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	01/28/2005		M		3,194	A	\$ 17.3914	6,294	D
Common Stock	01/28/2005		M		4,800	A	\$ 15.527	11,094	D
Common Stock	01/28/2005		M		9,370	A	\$ 10.5866	20,464	D
Common Stock	01/28/2005		M		4,100	A	\$ 20.349	24,564	D
Common Stock	01/28/2005		M		6,600	A	\$ 13.4	31,164	D

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Common Stock	01/28/2005	S	16,700	D	\$ 56.35	14,464	D	
Common Stock	01/28/2005	S	4,764	D	\$ 56.64	9,700	D	
Common Stock						12,975.6515	I ⁽¹⁾	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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Employee Stock Option (right to buy)	\$ 17.3914	01/28/2005		M	3,194	12/06/1997	12/06/2006	Common Stock
Employee Stock Option (right to buy)	\$ 15.527	01/28/2005		M	4,800	12/03/1998	12/03/1997	Common Stock
Employee Stock Option (right to buy)	\$ 10.5866	01/28/2005		M	9,370	10/05/1999	10/05/2008	Common Stock
Employee Stock Option (right to buy)	\$ 20.349	01/28/2005		M	4,100	10/04/2000	10/04/2009	Common Stock

Employee Stock Option (right to buy)	\$ 11.6038				10/02/2001	10/02/2010	Common Stock	8,200
Employee Stock Option (right to buy)	\$ 13.4	01/28/2005	M	6,600	10/01/2002	10/01/2011	Common Stock	6,600
Employee Stock Option (right to buy)	\$ 15.5				10/07/2003 ⁽²⁾	10/07/2012	Common Stock	12,000
Employee Stock Option (right to buy)	\$ 27.75				10/06/2004 ⁽²⁾	10/06/2013	Common Stock	17,000
Employee Stock Option (right to buy)	\$ 43.9				11/08/2005 ⁽²⁾	11/08/2014	Common Stock	15,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STUEVER A LAWRENCE 777 EAST WISCONSIN AVENUE SUITE 1400 MILWAUKEE, WI 53202			V. Pres. and General Auditor	

Signatures

K. A. Balistreri, Attorney-in-Fact for A. Lawrence Stuever

01/31/2005

****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 represented by Company stock fund units under the Company's Savings Plan which were acquired on a periodic basis pursuant to the Plan, based on information furnished by the Plan Administrator as of 12/31/2004.
- (2) The option vests in three substantially equal annual installments beginning on the date exercisable.

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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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