

DAVIS DON H JR
Form 4
February 28, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
DAVIS DON H JR

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)
02/25/2005

Director 10% Owner
 Officer (give title below) Other (specify below)

MILWAUKEE, WI 53202

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

(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)			
				(A) or (D)	Price					
			Code	V	Amount					
Common Stock	02/25/2005		M		71,267	A	\$ 27.75	158,443 ⁽¹⁾	D	
Common Stock	02/25/2005		S ⁽²⁾		50,000	D	\$ 62	108,443 ⁽¹⁾	D	
Common Stock	02/25/2005		S ⁽²⁾		21,267	D	\$ 61	87,176 ⁽¹⁾	D	
Common Stock	02/25/2005		G	V	16,500	D	\$ 0	70,676 ⁽¹⁾	D	
Common Stock	02/25/2005		M		32,533	A	\$ 15.5	32,533	I	By Davis Family

Common Stock	02/25/2005		S ⁽²⁾	32,533	D	\$ 61	0	I	Limited Partnership (3) By Davis Family Limited Partnership (3)
Common Stock							14,309.0539 (4)	I	By Savings Plan

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 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. 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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am Nur Sha
Employee stock option (right to buy)	\$ 15.5					10/07/2005	10/07/2012	Common Stock	
Employee stock option (right to buy)	\$ 15.5	02/25/2005		M	32,533	10/07/2003	10/07/2012	Common Stock	
Employee stock option (right to buy)	\$ 27.75	02/25/2005		M	71,267	10/06/2004 ⁽⁵⁾	10/06/2013	Common Stock	
Director stock option (right to buy)	\$ 58.54					02/02/2006 ⁽⁶⁾	02/02/2015	Common Stock	

