

STUEVER A LAWRENCE
Form 4
November 23, 2004

FORM 4

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

OMB APPROVAL

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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

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

(Last) (First) (Middle)
777 EAST WISCONSIN AVENUE, SUITE 1400
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/22/2004

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 Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock					3,100	D	
Common Stock					12,922.1496	I ⁽¹⁾	Savings Plan
Common Stock					0 ⁽²⁾	I	By Spouse

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

SEC 1474 (9-02)

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 (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)	8. Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 17.3914					12/06/1997 12/06/2006	Common Stock	3,194
Employee Stock Option (right to buy)	\$ 15.527					12/03/1998 12/03/1997	Common Stock	4,800
Employee Stock Option (right to buy)	\$ 10.5866					10/05/1999 10/05/2008	Common Stock	9,370
Employee Stock Option (right to buy)	\$ 20.349					10/04/2000 10/04/2009	Common Stock	9,000
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					10/01/2002 10/01/2011	Common Stock	11,200

buy)					
Employee Stock Option (right to buy)	\$ 15.5	10/07/2003 ⁽³⁾	10/07/2012	Common Stock	12,000
Employee Stock Option (right to buy)	\$ 27.75	10/06/2004 ⁽³⁾	10/06/2013	Common Stock	17,000
Employee Stock Option (right to buy)	\$ 43.9	11/08/2005 ⁽³⁾	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	11/23/2004
**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 11/01/2004.
 - (2) The Reporting Person no longer has a reportable beneficial interest in 54,476 shares of Company stock owned by his spouse as custodian for their son under the Uniform Gift to Minors Act, and included in the Reporting Person's prior ownership reports.
 - (3) The option vests in three substantially equal annual installments beginning on the date exercisable.

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.