

ROCKWELL AUTOMATION INC
Form 4
November 15, 2006

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 *
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)
1201 SOUTH SECOND STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/14/2006

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

MILWAUKEE, WI 53204

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)	
				Code	V	Amount				(A) or (D)
Common Stock	11/14/2006		M			25,000	\$ 27.75	107,479.1491	D	Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/14/2006		S			100	\$ 63.17	107,379.1491	D	Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/14/2006		S			400	\$ 63.16	106,979.1491	D	Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/14/2006		S			200	\$ 63.15	106,779.1491	D	Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/14/2006		S			300	\$ 63.14	106,479.1491	D	Indirect Beneficial Ownership (Instr. 4)
	11/14/2006		S			400		106,079.1491	D	Indirect Beneficial Ownership (Instr. 4)

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Common Stock					\$ 63.13		
Common Stock	11/14/2006	S	2,500	D	\$ 63.12	103,579.1491	D
Common Stock	11/14/2006	S	1,600	D	\$ 63.11	101,979.1491	D
Common Stock	11/14/2006	S	1,600	D	\$ 63.1	100,379.1491	D
Common Stock	11/14/2006	S	700	D	\$ 63.09	99,679.1491	D
Common Stock	11/14/2006	S	1,800	D	\$ 63.08	97,879.1491	D
Common Stock	11/14/2006	S	700	D	\$ 63.07	97,179.1491	D
Common Stock	11/14/2006	S	3,300	D	\$ 63.06	93,879.1491	D
Common Stock	11/14/2006	S	2,400	D	\$ 63.05	91,479.1491	D
Common Stock	11/14/2006	S	3,400	D	\$ 63.04	88,079.1491	D
Common Stock	11/14/2006	S	1,900	D	\$ 63.03	86,179.1491	D
Common Stock	11/14/2006	S	300	D	\$ 63.02	85,879.1491	D
Common Stock	11/14/2006	S	1,000	D	\$ 63.01	84,879.1491	D
Common Stock	11/14/2006	S	2,400	D	\$ 63	82,479.1491	D ⁽¹⁾

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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(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,	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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and 5)

	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)							Common Stock	25,000
	\$ 27.75		11/14/2006	M	25,000	10/06/2006 01/31/2010		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

DAVIS DON H JR
 1201 SOUTH SECOND STREET
 MILWAUKEE, WI 53204

Signatures

Karen A. Balistreri, Attorney-in-Fact for Don H. Davis, Jr. 11/15/2006

**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) 1,281 shares are held by company to implement restrictions on transfer unless and until certain conditions are met.
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