

STUEVER A LAWRENCE
 Form 4
 November 10, 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
X 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)
 11/08/2004

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Price | | | |
| Common Stock | | | | | 3,100 | D | |
| Common Stock | | | | | 12,922.1496 | I <u>(1)</u> | Savings Plan |
| Common Stock | | | | | 54.476 | I <u>(2)</u> | 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 Security (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 | | | | | 12/06/1997 12/06/2006 | Common Stock | 3,19 |
| Employee Stock Option (right to buy) | \$ 15.527 | | | | | 12/03/1998 12/03/1997 | Common Stock | 4,80 |
| Employee Stock Option (right to buy) | \$ 10.5866 | | | | | 10/05/1999 10/05/2008 | Common Stock | 9,37 |
| Employee Stock Option (right to buy) | \$ 20.349 | | | | | 10/04/2000 10/04/2009 | Common Stock | 9,00 |
| Employee Stock Option (right to buy) | \$ 11.6038 | | | | | 10/02/2001 10/02/2010 | Common Stock | 8,20 |
| Employee Stock Option (right to buy) | \$ 13.4 | | | | | 10/01/2002 10/01/2011 | Common Stock | 11,2 |
| | \$ 15.5 | | | | | 10/07/2003 ⁽³⁾ 10/07/2012 | | 12,0 |

Employee
Stock
Option
(right to
buy)

Common
Stock

Employee
Stock
Option \$ 27.75
(right to
buy)

10/06/2004⁽³⁾ 10/06/2013

Common
Stock 17,0

Employee
Stock
Option \$ 43.9 11/08/2004
(right to
buy)

A 15,000

11/08/2005⁽³⁾ 11/08/2014

Common
Stock 15,0

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

11/10/2004

__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.
Shares are held by the Reporting Person's spouse as custodian for son under Uniform Gift to Minors Act. The Reporting Person disclaims
- (2) beneficial ownership of these securities and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.
- (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.