

ROCKWELL AUTOMATION INC
Form 4
November 10, 2016

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 *
CRANDALL THEODORE D

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)
11/09/2016

____ Director
____ Officer (give title below) Sr.VP and CFO
____ 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (D) Price | | | |
| Common Stock | | | | | 4,156.4294 | I | By Savings Plan ⁽¹⁾ |
| Common Stock | 11/09/2016 | | M | 11,300 A \$ 69.57 | 106,130.6663 | D | |
| Common Stock | 11/09/2016 | | S | 500 ⁽²⁾ ₍₃₎ D \$ 123.806 | 105,630.6663 | D | |
| Common Stock | 11/09/2016 | | S | 4,600 ₍₄₎ ₍₃₎ D \$ 124.7593 | 101,030.6663 | D | |
| Common Stock | 11/09/2016 | | S | 3,700 ₍₅₎ ₍₃₎ D \$ 125.6964 | 97,330.6663 | D | |

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balance due to variance in the proportion of uninvested cash held in the reference fund used to determine unit values of the Company stock fund under the Plan.

(2) Price reported in column 4 is a weighted average price. Shares sold at prices ranging from \$123.0700 to \$123.9900. The reporting person undertakes to provide to the Company, any shareowners of the Company and the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price.

(3) Shares exercised and sold pursuant to a Rule 10b5-1 trading plan entered into on 8/30/2016.

(4) Price reported in column 4 is a weighted average price. Shares sold at prices ranging from \$124.2300 to \$125.2200. The reporting person undertakes to provide to the Company, any shareowners of the Company and the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price.

(5) Price reported in column 4 is a weighted average price. Shares sold at prices ranging from \$125.2300 to \$126.1800. The reporting person undertakes to provide to the Company, any shareowners of the Company and the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price.

(6) Price reported in column 4 is a weighted average price. Shares sold at prices ranging from \$126.2750 to \$126.7700. The reporting person undertakes to provide to the Company, any shareowners of the Company and the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price.

(7) Includes 4,670 shares held by the Company to implement restrictions on transfer unless and until certain conditions are met.

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.