

ROCKWELL AUTOMATION INC
Form 4
December 06, 2016

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Murphy Robert B

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)
12/04/2016

____ Director _____ 10% Owner
____ Officer (give title below) _____ Other (specify below)
Sr. VP Operations & Eng. Svcs.

MILWAUKEE, WI 53204

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock					174.0466 ⁽¹⁾	I	By Savings Plan
Common Stock	12/04/2016		M		44 ⁽⁵⁾	A	\$ 0 704
Common Stock	12/05/2016		S		73 ⁽⁶⁾	D	\$ 135.9563 631

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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- (3) The share equivalents are payable in cash upon retirement or after termination of employment.

Includes share equivalents represented by Company stock fund units acquired under the Company Nonqualified Savings Plan since the date last reported for this person based on information furnished by the Plan Administrator as of 11/30/2016. The number of stock fund

- (4) units represented by the balance of the participant's Company stock fund account may not exactly equal the number of stock fund units represented by a prior 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.
- (5) Each performance share represents a contingent right to receive one share of Company common stock (or the cash equivalent).
- (6) Sale of shares pursuant to Rule 10b5-1 trading plan dated 5/25/2016 to cover taxes due on restricted stock and performance shares that vested on 12/04/2016.
- (7) Includes 500 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.

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