

ROCKWELL AUTOMATION INC  
Form S-8 POS  
September 30, 2011

As filed with the Securities and Exchange Commission on September 30, 2011.

Registration Statement No. 333-17031

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

**Post-Effective Amendment No. 2  
To  
FORM S-8  
REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933**

**Rockwell Automation, Inc.**

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of  
incorporation or organization)

25-1797617  
(I.R.S. Employer  
Identification Number)

1201 South 2nd Street  
Milwaukee, Wisconsin  
(Address of Principal  
Executive Offices)

53204  
(Zip Code)

**Rockwell Automation Retirement Savings Plan for Salaried Employees  
Rockwell Automation Savings and Investment Plan for Represented Hourly Employees  
Rockwell Automation Retirement Savings Plan for Hourly Employees**  
(Full title of the plans)

Douglas M. Hagerman, Esq.  
Senior Vice President, General Counsel and Secretary  
Rockwell Automation, Inc.  
1201 South 2nd Street  
Milwaukee, Wisconsin 53204  
(Name and address of agent for service)  
(414) 382-2000  
(Telephone number, including area code, of agent for service)

**Copy to:**

Marc A. Alpert, Esq.  
Chadbourne & Parke LLP  
30 Rockefeller Plaza  
New York, New York 10112  
(212) 408-5100

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Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act.

Large Accelerated Filer       Accelerated Filer       Non-accelerated Filer       Smaller Reporting Company

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**WITHDRAWAL OF SECURITIES FROM REGISTRATION**

Rockwell Automation, Inc. by this Post-Effective Amendment No. 2 to its Registration Statement on Form S-8 (Registration No. 333-17031) withdraws from registration under the Securities Act of 1933, as amended, the following securities: (i) any shares of its common stock, par value \$1 per share, remaining undelivered under the Rockwell Automation Retirement Savings Plan for Salaried Employees (as successor to the Rockwell International Corporation Salaried Retirement Savings Plan), the Rockwell Automation Savings and Investment Plan for Represented Hourly Employees (as successor to the Rockwell Retirement Savings Plan for Certain Employees) and the Rockwell Automation Retirement Savings Plan for Hourly Employees (as successor to the Rockwell Non-Represented Hourly Retirement Savings Plan) and (ii) any interests remaining unsold in the Rockwell Automation Retirement Savings Plan for Salaried Employees, the Rockwell Automation Savings and Investment Plan for Represented Hourly Employees and the Rockwell Automation Retirement Savings Plan for Hourly Employees. On July 21, 2011, the Rockwell Automation Savings and Investment Plan for Represented Hourly Employees and the Rockwell Automation Retirement Savings Plan for Hourly Employees merged with and into the Rockwell Automation Retirement Savings Plan for Salaried Employees, at which time the surviving Plan's name was changed to the Rockwell Automation Retirement Savings Plan.

**PART II**

**INFORMATION REQUIRED IN THE REGISTRATION STATEMENT**

**Item 8: Exhibits.**

- 24 Powers of Attorney authorizing certain persons to sign this Post-Effective Amendment No. 2 to the Registration Statement on behalf of certain directors and officers of Registrant, filed as Exhibit 24 to Registrant's Annual Report on Form 10-K for the fiscal year ended September 30, 2010, is incorporated herein by reference.

**SIGNATURES**

**The Registrant. Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 2 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Milwaukee, State of Wisconsin, on the 30th day of September, 2011.**

ROCKWELL AUTOMATION, INC.

By: /s/ Douglas M. Hagerman  
**(Douglas M. Hagerman, Senior Vice  
President,  
General Counsel and Secretary)**

**Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 2 to the Registration Statement has been signed on the 30th day of September, 2011 by the following persons in the capacities indicated:**

<b>Signature</b>	<b>Title</b>
Keith D. Nosbusch*	Chairman of the Board, President and Chief Executive Officer (principal executive officer) and a Director
Betty C. Alewine*	Director
Verne G. Istock*	Director
Barry C. Johnson*	Director
	Director
Steven R. Kalmanson	Director
James P. Keane	
William T. McCormick, Jr.*	Director
Donald R. Parfet*	Director
David B. Speer*	Director
Theodore D. Crandall*	Senior Vice President and Chief Financial Officer (principal financial officer)
David M. Dorgan*	Vice President and Controller (principal accounting officer)

\* By: /s/ Douglas M. Hagerman

**(Douglas M. Hagerman, Attorney-in-fact) \*\***

\*\* By authority of the powers of attorney filed as Exhibit 24 hereto.

**The Plans. Pursuant to the requirements of the Securities Act of 1933, the Plan Administrator of each of the Plans has duly caused this Post-Effective Amendment No. 2 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Milwaukee, State of Wisconsin on the 30<sup>th</sup> day of September, 2011.**

ROCKWELL AUTOMATION RETIREMENT SAVINGS  
PLAN FOR SALARIED EMPLOYEES

By: /s/ Teresa E. Carpenter  
**(Teresa E. Carpenter, Plan Administrator)**

ROCKWELL AUTOMATION SAVINGS AND  
INVESTMENT PLAN  
FOR REPRESENTED HOURLY EMPLOYEES

By: /s/ Teresa E. Carpenter  
**(Teresa E. Carpenter, Plan Administrator)**

ROCKWELL AUTOMATION RETIREMENT SAVINGS  
PLAN FOR HOURLY EMPLOYEES

By: /s/ Teresa E. Carpenter  
**(Teresa E. Carpenter, Plan Administrator)**

**EXHIBIT INDEX**

**Exhibit  
Number**

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