

ROCKWELL AUTOMATION INC
Form S-8 POS
June 29, 2018

As filed with the Securities and Exchange Commission on June 29, 2018.

Registration No. 333-38444

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 **53204**
(Address of Principal Executive Offices) (Zip Code)
Rockwell Automation, Inc. 2000 Long-Term Incentives Plan

(Full title of the plan)

REBECCA W. HOUSE

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:

KESSAR NASHAT

Norton Rose Fulbright US LLP

1301 Avenue of the Americas

New York, New York 10019

(212) 408-5100

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

Large Accelerated Filer

Accelerated Filer

Non-accelerated Filer (do not check if a smaller reporting company)

Smaller Reporting Company

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act.

DEREGISTRATION OF SECURITIES

Rockwell Automation, Inc. by this Post-Effective Amendment No. 2 to its Registration Statement on Form S-8 (Registration No. 333-38444) withdraws and removes from registration under the Securities Act of 1933, as amended, any and all shares of its common stock, par value \$1 per share, that remain unsold under the Rockwell Automation, Inc. 2000 Long-Term Incentives Plan (the Plan) as of the date hereof and terminates the effectiveness of the Registration Statement. The Plan has been terminated, and there are no outstanding equity awards under the 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, 2017, 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 29th day of June, 2018.

ROCKWELL AUTOMATION, INC.

By /s/ Rebecca W. House
**(Rebecca W. House, 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 29th day of June, 2018 by the following persons in the capacities indicated:

| Signature | Title |
|----------------------------|---|
| BLAKE D. MORET* | Chairman of the Board, President and Chief Executive Officer (principal executive officer) |
| BETTY C. ALEWINE* | Director |
| J. PHILLIP HOLLOMAN* | Director |
| STEVEN R. KALMANSON* | Director |
| JAMES P. KEANE* | Director |
| LAWRENCE D. KINGSLEY* | Director |
| WILLIAM T. MCCORMICK, JR.* | Director |
| KEITH D. NOSBUSCH* | Director |
| DONALD R. PARFET* | Director |
| LISA A. PAYNE* | Director |
| THOMAS W. ROSAMILIA* | Director |
| PATRICIA A. WATSON* | Director |
| PATRICK P. GORIS* | |

Senior Vice President and Chief Financial Officer
(principal financial officer)

DAVID M. DORGAN*

Vice President and Controller (principal accounting
officer)

* By /s/ Rebecca W. House
(Rebecca W. House, Attorney-in-fact)
**

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