

JOHNSON CONTROLS INC
Form 4
November 05, 2007

FORM 4

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

OMB APPROVAL

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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 *
ZUTZ DENISE M

(Last) (First) (Middle)

5757 N. GREEN BAY AVENUE, P.O. BOX 591

(Street)

MILWAUKEE, WI 53201-0591

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
JOHNSON CONTROLS INC [JCI]

3. Date of Earliest Transaction (Month/Day/Year)
11/01/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| Common Stock | 11/01/2007 | | A | (A) or (D) Code V Amount Price A 13,500 \$ (1) 42.07 | 213,333 (2) | D | |
| Common Stock | | | | | 26,677.707 (3) | I | By 401(k) Plan Trust |

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

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SEC 1474
(9-02)

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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 Securities (Instr. 3 and 4) | | |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Phantom Stock Units / Excess Benefit Plan | (4) | | | | | (5) | (5) | Common Stock | 8,998.43 |
| Phantom Stock Units / Restricted Stock Plan | (7) | | | | | (7) | (7) | Common Stock | 1,118.35 |
| Stock Option | \$ 20.5633 (10) | | | | | 11/17/2006(9) | 11/17/2014 | Common Stock | 54,000 |
| Stock Option | \$ 22.5617 (11) | | | | | 11/16/2007(9) | 11/16/2015 | Common Stock | 96,000 |
| Stock Option | \$ 23.965 (12) | | | | | 10/02/2008(9) | 10/02/2016 | Common Stock | 75,000 |
| Stock Option | \$ 40.21 (13) | | | | | 10/01/2009(9) | 10/01/2017 | Common Stock | 51,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| ZUTZ DENISE M 5757 N. GREEN BAY AVENUE P.O. BOX 591 MILWAUKEE, WI 53201-0591 | | | Vice President | |

Signatures

Arlene D. Gumm Attorney-In-Fact for Denise
M. Zutz

11/05/2007

__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) Award of a restricted stock grant. Fifty percent vests in two years and the balance after four years, contingent upon continued employment with the company.
- (2) On October 2, 2007, the common stock of Johnson Controls Inc., split 3-for-1, resulting in the reporting person's ownership of 133,222 additional shares of common stock.

The number of underlying securities is based on the stock fund balance on October 31, 2007. The actual number of shares issuable upon the distribution date is not determinable since the stock fund is a unitized account consisting of 96% company stock and 4% money market fund. The stock account balance reflected in this report is based on a October 31, 2007, stock fund price of \$43.72 per share. This also includes 17,777.3526 shares acquired as the result of the 3-for-1 stock split of Johnson Controls common stock on October 2, 2007.
- (3) Each share of phantom stock is the economic equivalent of one share of Johnson Controls common stock. Shares of phantom stock are payable in cash following the reporting person's termination of employment with the company and may be transferred by the reporting person into an alternative investment account at any time.
- (4) The phantom stock units were accrued under the Johnson Controls Equalization 401(k) Benefit Plan and are to be settled 100% in cash upon the reporting person's retirement.
- (5) Includes 24.762 phantom stock units acquired through reinvestment of dividends on October 2, 2007, at a price of 39.8667 per phantom unit. On October 2, 2007, the common stock of Johnson Controls, Inc., split 3-for-1, resulting in the reporting person's ownership of 5982.45 additional phantom stock units.
- (6) Each share of phantom stock is the economic equivalent of one share of Johnson Controls common stock. The restricted stock units were accrued under the Johnson Controls Restricted Stock Plan. The units represent the reinvestment of dividends and are to be settled 100% in cash upon the vesting of the reporting person's Restricted Stock.
- (7) Includes 89.754 phantom stock units acquired through reinvestment of dividends on October 2, 2007, at a price of 39.8667 per phantom unit. On October 2, 2007, the common stock of Johnson Controls, Inc., split 3-for-1, resulting in the reporting person's ownership of 685.734 additional phantom stock units.
- (8) Fifty percent of the options become exercisable two years after the grant date; the remaining 50%, three years after grant date.
- (9) On October 2, 2007, the common stock of Johnson Controls Inc., split 3-for-1, resulting in the reporting person's ownership of 36,000 additional options. The option price changed from \$61.69 to \$20.5633.
- (10) On October 2, 2007, the common stock of Johnson Controls Inc., split 3-for-1, resulting in the reporting person's ownership of 64,000 additional options. The option price changed from \$67.695 to \$22.5617.
- (11) On October 2, 2007, the common stock of Johnson Controls Inc., split 3-for-1, resulting in the reporting person's ownership of 50,000 additional options. The option price changed from \$71.895 to \$23.965.
- (12) On October 2, 2007, the common stock of Johnson Controls Inc., split 3-for-1, resulting in the reporting person's ownership of 34,000 additional options. The option price changed from \$120.63 to \$40.21.
- (13)

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.