JOHNSON CONTROLS INC

Form 4 January 09, 2008

FORM 4

OMB APPROVAL

3235-0287

January 31,

OMB

Number:

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Expires: 2005 Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Molinaroli Alex A			2. Issuer Name and Ticker or Trading Symbol JOHNSON CONTROLS INC [JCI]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 5757 N. GREEN BAY AVENUE, P.O. BOX 591			3. Date of Earliest Transaction (Month/Day/Year) 01/03/2008					Director 10% Owner _X_ Officer (give title Other (specify below) Vice President			
MILWAU		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 Datany (Month/Day/Y	Code	3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	or (D)	Price	(Instr. 3 and 4)	(Instr. 4)		
Common Stock	01/03/2008	01/08/2008	M		1,350.873	A	\$ 35.02	55,582.873	D		
Common Stock	01/03/2008	01/08/2008	D		1,350.873	D	\$ 35.02	54,232 (1)	D		
Common Stock								39,959.66 <u>(2)</u>	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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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)	Code	TransactionDerivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Sect (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Aı Nı Sh
Phantom Stock Units - Annual Incentive Plan	(3)						<u>(4)</u>	<u>(4)</u>	Common Stock	9
Phantom Stock Units - LTIP Plan	<u>(3)</u>						<u>(5)</u>	<u>(5)</u>	Common Stock	2
Phantom Stock Units /Excess Benefits Plan	<u>(3)</u>						<u>(6)</u>	<u>(6)</u>	Common Stock	9
Phantom Stock Units - Restricted Stock Plan	<u>(7)</u>	01/03/2008	01/08/2008	M		1,350.873	<u>(7)</u>	<u>(7)</u>	Common Stock	1
Stock Option	\$ 17.5167						11/19/2005	11/19/2013	Common Stock	
Stock Option	\$ 20.5633						11/17/2006	11/17/2014	Common Stock	
Stock Option	\$ 22.5617						11/16/2007(8)	11/16/2015	Common Stock	-
Stock Option	\$ 23.965						10/02/2008(8)	10/02/2016	Common Stock	
Stock Option	\$ 40.21						10/01/2009(8)	10/01/2017	Common Stock	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Molinaroli Alex A

5757 N. GREEN BAY AVENUE Vice P.O. BOX 591 President

MILWAUKEE, WI 53201

Signatures

Arlene D. Gumm, Attorney-in-Fact for Alex A. Molinaroli

01/09/2008

**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) Includes shares for restricted stock grants: 15,000 vest on 1/3/2010, 9,750 vest on 11/1/2009 and 9,750 vest on 11/1/2011.
- The number of underlying securities is based on the stock fund balance on January 3, 2008. 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 January 3, 2008, stock fund price of \$35.02 per share.
- 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 Annual Incentive Plan and are to be settled 100% in cash upon the reporting person's termination of employment with the company.
- (5) The phantom stock units were accrued under the Johnson Controls Long-Term Incentive Plan and are to be settled 100% in cash upon the reporting person's termination of employment with the company.
- (6) The phantom stock units were accrued under the Johnson Controls Equalization 401(k) Benefit Plan and are to be settled 100% in cash after the end of the calendar year in the year of the reporting person's termination of employment with the company.
- 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.
- (8) Fifty percent of the options vest after two years and the remaining 50% vests after three years.

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.

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