

JOHNSON CONTROLS INC

Form 4

November 05, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ROELL STEPHEN A

(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)

Chief Executive Officer

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 Beneficial Ownership (Instr. 4)
Common Stock	11/01/2007		A	Amount (1) 150,000	Price (3) \$ 42.07	794,670 (2) (3)	D
Common Stock					29,830.12 (4)	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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(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 Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Phantom Stock Units/Excess Benefit Plan-Common	(5)					(7)	(7)	Common Stock	52,
Phantom Stock Units / Restricted Stock Grant	(8)					(8)	(8)	Common Stock	104
Stock Option	\$ 17.5167 (10)					11/19/2005(11)	11/19/2013	Common Stock	3
Stock Option	\$ 20.5633 (12)					11/17/2006(11)	11/17/2014	Common Stock	30
Stock Option	\$ 22.5617 (13)					11/16/2007(11)	11/16/2015	Common Stock	52
Stock Option	\$ 23.965 (14)					10/02/2008(11)	10/02/2016	Common Stock	52
Stock Option	\$ 40.21 (15)					10/01/2009(11)	10/01/2017	Common Stock	3

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROELL STEPHEN A 5757 N. GREEN BAY AVENUE P.O. BOX 591 MILWAUKEE, WI 53201-0591	X		Chief Executive Officer	

Signatures

Arlene D. Gumm Attorney-In-Fact for Stephen A.
Roell

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 429,780 additional shares of common stock.

Includes 325,000 shares awarded under a Restricted Stock Plan. Restricted shares vest as follows (numbers are post-split): 108,000 on 1/3/2008; 75,000 on 11/1/2009 (new grant), 60,000 shares on 1/3/2010, 7,500 shares on 8/1/2011 and 75,000 shares on 11/1/2011 (new grant).
- (3) 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 19,878.0403 shares acquired as the result of the 3-for-1 stock split of Johnson Controls common stock on October 2, 2007.
- (4) 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.
- (5) Includes 144.105 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 34,818.076 additional phantom stock units.
- (6) 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.
- (7) Each share of phantom stock is the economic equivalent of one share of Johnson Controls common stock. The phantom stock units were accrued under the Johnson Controls Deferred Restricted Stock Plan. Phantom units related to a deferred restricted stock grant are to be settled 100% in cash upon the reporting person's termination of employment with the company, pending vesting. Phantom units related to non-deferred restricted stock grants are to be settled 100% in cash upon vesting of the related grant.
- (8) Includes 769.83 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 69,002.906 additional phantom stock units.
- (9) On October 2, 2007, the common stock of Johnson Controls Inc., split 3-for-1, resulting in the reporting person's ownership of 208,000 additional options. The option price changed from \$52.55 to \$17.5167.
- (10) Fifty percent of the options vest after two years and the remaining 50% vests after three years.
- (11) On October 2, 2007, the common stock of Johnson Controls Inc., split 3-for-1, resulting in the reporting person's ownership of 200,000 additional options. The option price changed from \$61.69 to \$20.5633.
- (12) On October 2, 2007, the common stock of Johnson Controls Inc., split 3-for-1, resulting in the reporting person's ownership of 350,000 additional options. The option price changed from \$67.685 to \$22.5617.
- (13) On October 2, 2007, the common stock of Johnson Controls Inc., split 3-for-1, resulting in the reporting person's ownership of 394,000 additional options. The option price changed from \$71.895 to \$23.965.
- (14) On October 2, 2007, the common stock of Johnson Controls Inc., split 3-for-1, resulting in the reporting person's ownership of 250,000 additional options. The option price changed from \$120.63 to \$40.21.
- (15)

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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