#### JOHNSON CONTROLS INC

Form 4 January 04, 2008

## FORM 4

subject to

Section 16.

Form 4 or

obligations

may continue.

See Instruction

Form 5

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

Check this box if no longer STATEMENT OF CHANCES IN RENEFICIA

# 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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

**ROELL STEPHEN A** Issuer Symbol JOHNSON CONTROLS INC [JCI] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) X Director 10% Owner X\_ Officer (give title Other (specify 5757 N. GREEN BAY 01/02/2008 below) below) AVENUE, P.O. BOX 591 Chief Executive Officer (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting MILWAUKEE, WI 53201-0591 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Direct Beneficial (Month/Day/Year) Owned Ownership (Instr. 8) (D) or Following Indirect (I) (Instr. 4) Reported (Instr. 4) (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common 01/02/2008 F 16,118 D 778,552 D 34.59 Stock Common 01/03/2008 F 27,805 D 750,747 (1) D Stock Common By 401(k)  $30,204.66 \frac{(2)}{}$  I Stock Plan Trust

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

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**OMB APPROVAL** 

3235-0287

January 31,

2005

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Number:

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5. Relationship of Reporting Person(s) to

Estimated average

burden hours per

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#### number.

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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year	Underlying Securit		Securitie
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou Numb Shares
Phantom Stock Units/Excess Benefit Plan-Common	<u>(3)</u>					(5)	<u>(5)</u>	Common Stock	52,5
Phantom Stock Units / Restricted Stock Grant	<u>(6)</u>					<u>(6)</u>	<u>(6)</u>	Common Stock	105,
Stock Option	\$ 17.5167					11/19/2005(8)	11/19/2013	Common Stock	31
Stock Option	\$ 20.5633					11/17/2006	11/17/2014	Common Stock	30
Stock Option	\$ 22.5617					11/16/2007(8)	11/16/2015	Common Stock	52
Stock Option	\$ 23.965					10/02/2008(8)	10/02/2016	Common Stock	59
Stock Option	\$ 40.21					10/01/2009(8)	10/01/2017	Common Stock	37

## **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			

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Date

## **Signatures**

Arlene D. Gumm Attorney-In-Fact for Stephen A.
Roell
01/04/2008

\*\*Signature of Reporting Person

## **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 awarded under a Restricted Stock Plan. Restricted shares vest as follows: 75,000 on 11/1/2009, 60,000 shares on 1/3/2010, 7,500 shares on 8/1/2011 and 75,000 shares 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) Includes 194.41 phantom stock units acquired through reinvestment of dividends on January 3, 2008, at a price of 35.02 per phantom unit.
- (5) 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.
- 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.
- (7) Includes 1595.392 phantom stock units acquired through reinvestment of dividends on January 3, 2008, at a price of 35.02 per phantom unit.
- (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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