

FIORI GIOVANNI JOHN
Form 4
December 09, 2005

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 *
FIORI GIOVANNI JOHN

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
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/07/2005

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

MILWAUKEE, WI 53201-0591
(City) (State) (Zip)

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

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)
			Code	V Amount (A) or (D) Price			
Common Stock	12/07/2005		M	21,401.4 A	83,501.4	D	
Common Stock	12/07/2005		D	21,401.4 D \$ 71.2	62,100	D	
Common Stock	12/07/2005		M	12,785.38 A	74,885.38	D	
Common Stock	12/07/2005		D	12,785.38 D \$ 71.2	62,100	D	
Common Stock	12/08/2005		A	35,149 A \$ 70.705	97,249	D	

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

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(9-02)

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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Phantom Stock Units/LTPP	(1)	12/07/2005		M	21,401.401	12/07/2005 ⁽²⁾	12/07/2005 ⁽²⁾	Co S
Phantom Stock Units/EICP	(1)	12/07/2005		M	12,785.381	12/07/2005 ⁽³⁾	12/07/2005 ⁽³⁾	Co S
Phantom Stock/Restricted Stock Plan Dividends	(1)					(4)	(4)	Co S
Stock Option	\$ 28.8907					11/18/2000	11/18/2008	Co S
Stock Option	\$ 29.2032					11/17/2001	11/17/2009	Co S
Stock Option	\$ 28.4219					11/15/2002	11/15/2010	Co S
Stock Option	\$ 40.115					11/14/2003	11/14/2011	Co S
Stock Option	\$ 40.2975					11/20/2004	11/20/2012	Co S
Stock Option	\$ 52.55					11/19/2005 ⁽⁵⁾	11/19/2013	Co S
Stock Option	\$ 61.69					11/17/2006 ⁽⁵⁾	11/17/2014	Co S
Stock Option	\$ 67.685					11/16/2007 ⁽⁵⁾	11/16/2015	Co S

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FIORI GIOVANNI JOHN 5757 N. GREEN BAY AVENUE P.O. BOX 591 MILWAUKEE, WI 53201-0591			Executive Vice President	

Signatures

Arlene D. Gumm, Attorney-In-Fact for
Giovanni Fiori

12/09/2005

__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) The phantom stock units convert to the common stock's cash value on a one-for-one basis.
- (2) The phantom stock units were accrued under the Johnson Controls Long-Term Performance Plan and are being settled 100% in cash because a change in the law allowed this one-time election to end participation in the executive deferred compensation plan.
- (3) The phantom stock units were acquired under the Johnson Controls Executive Incentive Compensation Plan and are being settled 100% in cash because a change in the law allowed this one-time election to end participation in the executive deferred compensation plan.
- (4) The phantom stock units were acquired under the Johnson Controls Deferred Restricted Stock Plan and are to be settled 100% in cash upon the vesting of the reporting person's restricted stock to which they relate.
- (5) Fifty percent of the options become exercisable two years after the grant date; the remaining 50%, three years after grant date.

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.