Edwards Jeffrey S Form 4 November 03, 2009

### FORM 4

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

OMB Number:

**OMB APPROVAL** 

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**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 may continue.

30(h) of the Investment Company Act of 1940

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * Edwards Jeffrey S			2. Issuer Name <b>and</b> Ticker or Trading Symbol JOHNSON CONTROLS INC [JCI]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)		
			(Month/Day/Year)	Director 10% Owner		
49200 HALYARD DRIVE, P.O.			11/02/2009	_X_ Officer (give title Other (specify below)		
BOX 8010				Vice President		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
PLYMOUTH, MI 48170				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tak	ole I - Non-	-Derivative	Securi	ities Acquire	ed, Disposed of, o	or Beneficially	y 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. Securitie or Disposed o (Instr. 3, 4	f (D)	uired (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common			Code V	Amount	(D)	Price	(Instr. 3 and 4) 81,359.373		
Stock	11/02/2009		A	3,000	A	\$ 24.71	(1)	D	
Common Stock	11/02/2009		F	1,386	D	\$ 24.71	79,973.373 (1)	D	
Common Stock	11/02/2009		M	201.656	A	\$ 24.71	80,175.029 (1)	D	
Common Stock	11/02/2009		D	201.656	D	\$ 24.71	79,973.373 (1)	D	
Common Stock	11/02/2009		A	4.06	A	\$ 24.6286	79,977.433 (1)	D	

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Common Stock

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

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By 401(k) Plan Trust

SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

number.

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)	orDeri Secu Acqu Disp	umber of vative rities uired (A) or osed of (D) r. 3, 4, and	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Am Underlying Sec (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	A N S
Phantom Stock Units - Restricted Stock Plan	(3)	11/02/2009		M		201.656	(3)	(3)	Common Stock	
Phantom Stock Units - Retirement Restoration Plan	<u>(4)</u>						<u>(5)</u>	<u>(5)</u>	Common Stock	
Phantom Stock Units - Annual Incentive Plan	<u>(4)</u>						<u>(6)</u>	<u>(6)</u>	Common Stock	1
Employee Stock Option (Right to Buy)	\$ 17.5167						11/19/2005	11/19/2013	Common Stock	
Employee Stock Option (Right to Buy)	\$ 20.5633						11/17/2006	11/17/2014	Common Stock	

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Employee Stock Option (Right to Buy)	\$ 22.5617	11/16/2007	11/16/2015	Common Stock
Employee Stock Option (Right to Buy)	\$ 23.965	10/02/2008	10/02/2016	Common Stock
Employee Stock Option (Right to Buy)	\$ 40.21	10/01/2009 <u>(7)</u>	10/01/2017	Common Stock
Employee Stock Option (Right to Buy)	\$ 28.79	10/01/2010 <sup>(7)</sup>	10/01/2018	Common Stock
Employee Stock Option (Right to Buy)	\$ 24.87	10/01/2011 <sup>(7)</sup>	10/01/2019	Common Stock

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
Edwards Jeffrey S						
49200 HALYARD DRIVE			Vice President			
P.O. BOX 8010		Vice President				
PLYMOUTH, MI 48170						

## **Signatures**

Angela M. Blair, Attorney-in-Fact for Jeffrey S.

Edwards 11/03/2009

\*\*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).

The share balance includes a restricted stock award of 3,000 shares granted on November 2, 2009, which vests as follows: 1,500 on

(1) November 2, 2011 and 1,500 shares on November 2, 2013. Additional restricted stock awards previously reported vest as follows: 22,500 shares on January 2, 2010; and 4,500 shares on November 2, 2011, subject to continuous employment with the issuer.

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- The number of underlying securities is based on the stock fund balance on October 30, 2009. 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 an October 30, 2009, stock fund price of \$23.92 per share.
- 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 Grant.
- 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 issuer and may be transferred by the reporting person into an alternative investment account at any time.
- (5) The phantom stock units were accrued under the Johnson Controls Retirement Restoration Plan and are to be settled 100% in cash upon the reporting person's retirement or other termination of service with the issuer.
- The phantom stock units were accrued under the Johnson Controls Annual Incentive Compensation Plan and are to be settled 100% in cash upon the reporting person's retirement or other termination of service with the issuer.
- (7) 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.

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