

JOHNSON CONTROLS INC
Form 4
November 21, 2013

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 *
Boyd Colin

(Last) (First) (Middle)
5757 N. GREEN BAY AVENUE, P.O. BOX
(Street)

MILWAUKEE, WI 53201

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
JOHNSON CONTROLS INC [JCI]

3. Date of Earliest Transaction (Month/Day/Year)
11/19/2013

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)
Vice President

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | 11/19/2013 | | A | | 3,804 | A | \$ 0 |
| Common Stock | | | | | 4,428.19 ⁽¹⁾ | I | |

By 401(k) Plan

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

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SEC 1474 (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) | 8. Amount or Number of Underlying Securities |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| Employee Stock Option (Right to Buy) | \$ 48.37 | 11/19/2013 | | A | 12,517 | 11/19/2015 11/19/2023 | Common Stock | 12,517 |
| Stock Appreciation Rights | \$ 28.79 | | | | | 10/01/2010 10/01/2018 | Common Stock | 40,000 |
| Stock Appreciation Rights | \$ 24.87 | | | | | 10/01/2011 10/01/2019 | Common Stock | 40,000 |
| Employee Stock Option (Right to Buy) | \$ 30.54 | | | | | 10/01/2012 10/01/2020 | Common Stock | 40,000 |
| Employee Stock Option (Right to Buy) | \$ 28.54 | | | | | 10/07/2013 ⁽²⁾ 10/07/2021 | Common Stock | 30,000 |
| Employee Stock Option (Right to Buy) | \$ 27.85 | | | | | 10/05/2014 ⁽²⁾ 10/05/2022 | Common Stock | 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Boyd Colin 5757 N. GREEN BAY AVENUE P.O. BOX MILWAUKEE, WI 53201 | | | Vice President | |

Signatures

/s/ Angela M. Blair, Attorney-In-Fact for Colin
Boyd

11/21/2013

__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 number of underlying securities is based on the stock fund balance on November 15, 2013. The actual number of shares issuable
- (1) 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 November 15, 2013, stock fund price of \$49.45 per share.
 - (2) Fifty percent of the options become exercisable two years after the grant date; the remaining 50%, three years after grant date.

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