

DAVIS SUSAN F
Form 4
November 02, 2007

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
DAVIS SUSAN F

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)
11/01/2007

____ 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock | | | | | 179,360.254 (1) (2) (3) | D | |
| Common Stock | | | | | 655.812 (4) | 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 Underlying Security (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Phantom Stock Units/Excess Benefit Plan-Common | (5) | | | | | (6) | (6) | Common Stock |
| Phantom Stock Units/Annual Incentive Plan | (5) | | | | | (8) | (8) | Common Stock |
| Phantom Stock Units/Long-Term Incentive Plan | (5) | | | | | (10) | (10) | Common Stock |
| Phantom Stock Units/ Restricted Stock Grant | (12) | 11/01/2007 | | A | 18,000 (13) | (12) | (12) | Common Stock |
| Stock Option | \$ 17.5167 (17) | | | | | 11/19/2005(16) | 11/19/2013 | Common Stock |
| Stock Option | \$ 20.5633 (18) | | | | | 11/17/2006(16) | 11/17/2014 | Common Stock |
| Stock Option | \$ 22.5617 (19) | | | | | 11/16/2007(16) | 11/16/2015 | Common Stock |
| Stock Option | \$ 23.965 (20) | | | | | 10/02/2008(16) | 10/02/2016 | Common Stock |
| Stock Option | \$ 40.21 (21) | | | | | 10/01/2009(16) | 10/01/2017 | Common Stock |

Reporting Owners

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

Signatures

Arlene D. Gumm Attorney-in-Fact for Susan F.
Davis

11/02/2007

__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) On October 2, 2007, the common stock of Johnson Controls Inc., split 3-for-1, resulting in the reporting person's ownership of 119,497.59 additional shares of common stock.
- (2) Includes 113.86 shares acquired through the reinvestment of dividends on October 2, 2007, at a price of \$40.2122 per share.
- (3) Includes 28,500 shares of restricted stock grants: 10,500 shares vest on 1/3/08; 10,500 vest on 1/3/10 and 7,500 vest on 8/1/11.
- (4) 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 437.0167 shares acquired as the result of the 3-for-1 stock split of Johnson Controls common stock on October 2, 2007.
- (5) Each unit of phantom stock is the economic equivalent of one share of Johnson Controls common stock. Units 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.
- (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 termination of employment with the company.
- (7) Includes 2.517 phantom stock units acquired through reinvestment of dividends on October 2, 2007, at a price of 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 608.546 additional phantom stock units.
- (8) The phantom stock units were accrued under the Johnson Controls Annual Incentive Plan and are to be settled 100% in cash upon the reporting person's termination of employment with the company.
- (9) Includes 0.195 phantom stock units acquired through reinvestment of dividends on October 2, 2007, at a price of 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 47.188 additional phantom stock units.
- (10) The phantom stock units were accrued under the Johnson Controls Long-Term Incentive Plan and are to be settled 100% in cash upon the reporting person's termination of employment with the company.
- (11) Includes 0.36 phantom stock units acquired through reinvestment of dividends on October 2, 2007, at a price of 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 87.204 additional phantom stock units.
- (12) The phantom stock units accrued under the Johnson Controls Deferred Restricted Stock Plan and are to be settled 100% in cash upon the reporting person's termination of employment with the company, pending vesting. The exception is the vesting of dividends on restricted stock that is not deferred. The dividends will vest when the non-deferred restricted shares vest and will be paid in cash to the reporting person.
- (13) 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. Reporting person elected to defer receipt.
- (14) Includes 141.312 phantom stock units acquired through reinvestment of dividends on October 2, 2007 at a price of \$39.8667 per phantom unit.
- (15) On October 2, 2007, the common stock of Johnson Controls Inc., split 3-for-1, resulting in the reporting person's ownership of 15,143.164 additional phantom stock units.
- (16) Fifty percent of the options become exercisable two years after the grant date; the remaining 50%, three years after grant date.
- (17) On October 2, 2007, the common stock of Johnson Controls Inc., split 3-for-1, resulting in the reporting person's ownership of 92,000 additional options. The option price changed from \$52.55 to \$17.5167.
- (18)

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On October 2, 2007, the common stock of Johnson Controls Inc., split 3-for-1, resulting in the reporting person's ownership of 92,000 additional options. The option price changed from \$61.69 to \$20.5633.

- (19) On October 2, 2007, the common stock of Johnson Controls Inc., split 3-for-1, resulting in the reporting person's ownership of 82,000 additional options. The option price changed from \$67.695 to \$22.5617.
- (20) On October 2, 2007, the common stock of Johnson Controls Inc., split 3-for-1, resulting in the reporting person's ownership of 80,000 additional options. The option price changed from \$71.895 to \$23.965.
- (21) On October 2, 2007, the common stock of Johnson Controls Inc., split 3-for-1, resulting in the reporting person's ownership of 50,000 additional options. The option price changed from \$120.63 to \$40.21.

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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