

JOHNSON CONTROLS INC  
Form 4  
October 08, 2013

**FORM 4**

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

OMB APPROVAL

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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 \*  
Murphy John P

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  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
10/07/2013

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  Other (specify below)  
VP & Pres., Gbl WorkPlace Sol

MILWAUKEE, WI 53209

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

(City) (State) (Zip)

**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)
Common Stock	10/07/2013		M	V	Amount: 105.313 Price: \$ 40.74	A	22,619.246 D
Common Stock	10/07/2013		D		Amount: 105.313 Price: \$ 40.74	D	22,513.933 D
Common Stock	10/07/2013		F		Amount: 768 Price: \$ 40.74	D	21,745.933 <sup>(1)</sup> D
Common Stock					9,813.258 <sup>(2)</sup>	I	By 401(k) Plan Trust

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

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SEC 1474  
(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 and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units - Restricted Stock Plan	(3)	10/07/2013		M	105.313	(4) (4)	(4) (4)	Common Stock	105.313

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Murphy John P 5757 N. GREEN BAY AVENUE MILWAUKEE, WI 53209			VP & Pres., Gbl WorkPlace Sol	

## Signatures

/s/ Angela Blair, attorney-in-fact for John P. Murphy  
10/08/2013

\_\_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).
- (1) The reporting person's holdings include 36.453 shares acquired under the issuer's dividend reinvestment and common stock purchase plan since the reporting person's last report. These shares were acquired pursuant to the employee stock purchase plan provisions of the dividend reinvestment and common stock purchase plan, which acquisitions are exempt from Section 16. Also includes 29.387 shares acquired via dividend reinvestment on October 2, 2013 at prices ranging from \$41.40 to \$41.46 per share.
- (2) The number of underlying securities is based on the stock fund balance on September 30, 2013. 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 September 30, 2013, stock fund price of \$41.50 per share.
- (3) Each unit of phantom stock is the economic equivalent of one share of Johnson Controls common stock.
- (4)

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The phantom stock units accrue under the Johnson Controls Restricted Stock Plan. The balance includes phantom stock and dividend equivalent units that settle 100% in cash and relate to restricted stock awards.

- (5) Includes 164.989 shares acquired via dividend reinvestment on July 2 and October 2, 2013 at prices ranging from \$35.74 to \$41.47 per share.

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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