

JOHNSON CONTROLS INC  
Form 4  
August 05, 2008

**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 \*  
Harvey Charles A

(Last) (First) (Middle)

5757 N. GREEN BAY AVENUE, P.O. BOX 591

(Street)

MILWAUKEE, WI 53201-0591

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

JOHNSON CONTROLS INC [JCI]

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

08/01/2008

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    | 08/01/2008                           |  | A                              | V   | 83.585 A \$ 29.9097   | (1) (2)  | D   |
| Common Stock                    |                                      |  |                                |   | 6,491.473 (3)   | 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)

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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 Securities (Instr. 3 and 4) |              |                      |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------|
|   |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Amount Number Shares |
| Phantom Stock Units/Annual Incentive Plan   | (4)  |                                      |  |                                |   | (5)  | (5)   | Common Stock | 2,661                |
| Phantom Stock Units - Restricted Stock Plan | (7)  |                                      |  |                                |   | (7)  | (7)   | Common Stock | 381.4                |
| Stock Option                                | \$ 17.5167   |                                      |  |                                |   | 11/19/2005   | 11/19/2013  | Common Stock | 40,6                 |
| Stock Option                                | \$ 20.5633   |                                      |  |                                |   | 11/17/2006   | 11/17/2014  | Common Stock | 35,7                 |
| Stock Option                                | \$ 22.5617   |                                      |  |                                |   | 11/16/2007 <sup>(9)</sup>                                | 11/16/2015  | Common Stock | 72,0                 |
| Stock Option                                | \$ 23.965  |                                      |  |                                |   | 10/02/2008 <sup>(9)</sup>                                | 10/02/2016  | Common Stock | 60,0                 |
| Stock Option                                | \$ 40.21   |                                      |  |                                |   | 10/01/2009 <sup>(9)</sup>                                | 10/01/2017  | Common Stock | 42,0                 |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                |       |
|--|---------------|-----------|----------------|-------|
|  | Director      | 10% Owner | Officer        | Other |
| Harvey Charles A<br>5757 N. GREEN BAY AVENUE<br>P.O. BOX 591<br>MILWAUKEE, WI 53201-0591 |               |           | Vice President |       |

## Signatures

Arlene D. Gumm, Attorney-in-Fact for Charles A.  
Harvey

08/05/2008

\_\_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) Includes shares of restricted stock grants: 7,500 vests on January 3, 2010, 4,500 vests on November 1, 2009, and 4,500 on November 1, 2011.
- (2) Includes 48.43 shares acquired through the reinvestment of dividends on July 3, 2008, at a price of \$28.8441 per share.  
The number of underlying securities is based on the stock fund balance on August 1, 2008. The actual number of shares issuable upon the
- (3) 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 August 1, 2008, stock fund price of \$29.61 per share.  
Each share of phantom stock is the economic equivalent of one share of Johnson Controls common stock. Shares of phantom stock are
- (4) 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.
- (5) 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.
- (6) Includes 12.035 phantom stock units acquired through reinvestment of dividends on July 3, 2008, at a price of of \$28.62 per share.  
Each share of phantom stock is the economic equivalent of one share of Johnson Controls common stock. The restricted stock units were
- (7) 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.
- (8) Includes 76.334 phantom stock units acquired through reinvestment of dividends on July 3, 2008, at a price of of \$28.62 per share.
- (9) 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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