

MCDONALD R BRUCE  
Form 4  
October 05, 2009

**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 \*  
MCDONALD R BRUCE

(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)

10/01/2009

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)

Exec Vice President & CFO

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock                    |                                      |  |                                | (A) or (D)  | 102,986   | D  |                                   |
| Common Stock                    |                                      |  |                                | (A) or (D)  | 15,792.355 <sup>(1)</sup>   | 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 (Instr. 3 and 4) |              |
|---|--|--------------------------------------|--|--------------------------------|---|--|--|--------------|
|   |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date                          | Title        |
| Employee Stock Option (Right to Buy)            | \$ 24.87   | 10/01/2009                           |  | A                              | 170,000   | 10/01/2011 <sup>(2)</sup>                                | 10/01/2019                               | Common Stock |
| Phantom Stock Units/Retirement Restoration Plan | <sup>(3)</sup>   |                                      |  |                                |   | <sup>(4)</sup>   | <sup>(4)</sup>                           | Common Stock |
| Phantom Stock Units/Long-Term Incentive Plan    | <sup>(3)</sup>   |                                      |  |                                |   | <sup>(6)</sup>   | <sup>(6)</sup>                           | Common Stock |
| Phantom Stock Units/Restricted Stock Grant      | <sup>(8)</sup>   |                                      |  |                                |   | <sup>(8)</sup>   | <sup>(8)</sup>                           | Common Stock |
| Employee Stock Option (Right to Buy)            | \$ 13.3533   |                                      |  |                                |   | 11/26/2003   | 11/26/2011                               | Common Stock |
| Employee Stock Option (Right to Buy)            | \$ 13.4325   |                                      |  |                                |   | 11/20/2004   | 11/20/2012                               | Common Stock |
| 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 |
| 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 <sup>(2)</sup>                                | 10/01/2017                               | Common Stock |

Employee Stock  
Option (Right to Buy) \$ 28.79

10/01/2010<sup>(2)</sup> 10/01/2018

Comm  
Stock

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                 |       |
|--|---------------|-----------|---------------------------------|-------|
|  | Director      | 10% Owner | Officer                         | Other |
| MCDONALD R BRUCE<br>5757 N. GREEN BAY AVENUE<br>P.O. BOX 591<br>MILWAUKEE, WI 53201-0591 |               |           | Exec Vice<br>President &<br>CFO |       |

## Signatures

Angela M. Blair, Attorney-In-Fact for R. Bruce  
McDonald

10/05/2009

\_\_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).

(1) The number of underlying securities is based on the stock fund balance on September 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 a September 30, 2009, stock fund price of \$25.56 per share.

(2) Fifty percent of the options become exercisable two years after the grant date; the remaining 50%, three years after grant date.

(3) 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 company and may be transferred by the reporting person into an alternative investment account at any time.

(4) 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 termination of employment with the company.

(5) Includes 183.436 phantom stock units acquired through the reinvestment of dividends on October 2, 2009, at \$23.77 per phantom stock unit.

(6) 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.

(7) Includes 447.194 phantom stock units acquired through the reinvestment of dividends on October 2, 2009, at \$23.77 per phantom stock unit.

(8) Each share of phantom stock is the economic equivalent of one share of Johnson Controls common stock. The restricted stock units were awarded under the Johnson Controls Executive Deferred Restricted Plan. The units are to be settled 100% in cash upon the reporting person's termination of employment with the company, subject to vesting provisions.

(9) Includes 726.346 phantom stock units acquired through the reinvestment of dividends on October 2, 2009, at \$23.77 per phantom stock unit.

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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