JOHNSON CONTROLS INC

Form 4 January 24, 2008

FORM 4

Section 16.

Form 4 or

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

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(City)

(Print or Type Responses)

| 1. Name and Address of Reporting Person ** Bolzenius Beda | | | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer | | |
|---|-------------|----------|--|--|--|--|
| | | | JOHNSON CONTROLS INC [JCI] | (Check all applicable) | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | | | |
| | | | (Month/Day/Year) | Director 10% Owner | | |
| 5757 N. GREEN BAY | | | 01/24/2008 | X Officer (give title Other (specify | | |
| AVENUE, P.O. BOX 591 | | | V - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - | below) below) | | |
| TIVETICE, I | .O. DOM 371 | | | Vice President | | |
| (Street) | | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Che | | |
| | | | Filed(Month/Day/Year) | Applicable Line) | | |
| | | | · | _X_ Form filed by One Reporting Person | | |
| MILWALIE | EE WII 5220 | 0501 | | Form filed by More than One Reporting | | |

MILWAUKEE, WI 53201-0591

(State)

(Zin)

| (City) | (State) (| Table | e I - Non-D | erivative Securities | s Acquired, Disposed | of, or Beneficial | ly Owned |
|-----------------|------------------------------------|------------------|-------------|-------------------------|---------------------------|-------------------|--------------|
| 1.Title of | 2. Transaction Date | 2A. Deemed | 3. | 4. Securities Acqui | ired 5. Amount of | 6. Ownership | 7. Nature of |
| Security | (Month/Day/Year) Execution Date, i | | Transactio | on(A) or Disposed of | f Securities | Form: Direct | Indirect |
| (Instr. 3) | | any | Code | (D) | Beneficially | (D) or | Beneficial |
| | | (Month/Day/Year) | (Instr. 8) | (Instr. 3, 4 and 5) | Owned | Indirect (I) | Ownership |
| | | | | | Following | (Instr. 4) | (Instr. 4) |
| | | | | (A) | Reported | | |
| | | | | (A) | Transaction(s) | | |
| | | | Code V | or Amount (D) Pr | Price (Instr. 3 and 4) | | |
| Common Stock | 01/24/2008 | | P | 4,500 A $\frac{\$}{32}$ | 44,281.806 2.8 (1) (2) | D | |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Person

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 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. Transactic Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | 7. Title and Amou Underlying Securi (Instr. 3 and 4) | |
|--|---|--------------------------------------|---|--|---|-----------------------|--------------------|--|--------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amo Nun Shar |
| Phantom Stock Units/Restricted Stock Grant | (3) | | | | | <u>(3)</u> | (3) | Common Stock | 266 |
| Stock Appreciation Rights | \$ 20.5633 | | | | | 11/17/2006 <u>(5)</u> | 11/17/2014 | Common Stock | 15 |
| Stock Appreciation Rights | \$ 22.5617 | | | | | 11/16/2007(5) | 11/16/2015 | Common Stock | 150 |
| Stock Appreciation Rights | \$ 23.965 | | | | | 10/02/2008(5) | 10/02/2016 | Common Stock | 192 |
| Stock Option | \$ 40.21 | | | | | 10/01/2009(5) | 10/01/2017 | Common Stock | 120 |

Reporting Owners

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

Signatures

Arlene D. Gumm, Attorney-in-fact for Beda 01/24/2008 **Bolzenius** **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 7.131 shares acquired through the reinvestment of dividends on January 3, 2008, at a price of \$35.2475 per share.

Reporting Owners 2

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- The share balance includes an award of 7,500 shares of restricted stock which will vest in five years on August 1, 2011, and 30,000 shares (2) of restricted stock which will vest in 50% increments on November 1, 2009, and November 1, 2011, based on continuous employment with the company.
- Each share of phantom stock is the economic equivalent of one share of Johnson Controls common stock. The restricted stock units were 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.
- (4) Includes 139.728 phantom stock units acquired through the reinvestment of dividends on January 3, 2008, at a price of \$35.02 per phantom stock unit.
- (5) Fifty percent of the options become exercisable two years after the grant date; the remaining 50%, three years after grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.